



QUARTERLY STATEMENT

AS OF SEPTEMBER 30, 2014
OF THE CONDITION AND AFFAIRS OF THE

Aetna Better Health of Michigan, Inc.

NAIC Group Code	00001	(Current Period)	00001	(Prior Period)	NAIC Company Code	12193	Employer's ID Number	20-1052897
Organized under the Laws of	Michigan				State of Domicile or Port of Entry	Michigan		
Country of Domicile	United States							
Licensed as business type:	Life, Accident & Health []		Property/Casualty []		Hospital, Medical & Dental Service or Indemnity []			
	Dental Service Corporation []		Vision Service Corporation []		Health Maintenance Organization [X]			
	Other []				Is HMO Federally Qualified? Yes [] No [X]			
Incorporated/Organized	04/22/2004		Commenced Business		10/01/2004			
Statutory Home Office	1333 Gratiot, Ste 400				Detroit, MI, US 48207			
	(Street and Number)				(City or Town, State, Country and Zip Code)			
Main Administrative Office	1333 Gratiot, Ste 400		Detroit, MI, US 48207		313-465-1519			
	(Street and Number)		(City or Town, State, Country and Zip Code)		(Area Code) (Telephone Number)			
Mail Address	1333 Gratiot, Ste 400		Detroit, MI, US 48207					
	(Street and Number or P.O. Box)		(City or Town, State, Country and Zip Code)					
Primary Location of Books and Records	1333 Gratiot, Ste 400		Detroit, MI, US 48207		313-465-1519			
	(Street and Number)		(City or Town, State, Country and Zip Code)		(Area Code) (Telephone Number)			
Internet Web Site Address	www.CoventryCaresMI.com							
Statutory Statement Contact	Frank F. Chronister				717-541-5742			
	(Name)				(Area Code) (Telephone Number) (Extension)			
	fchronister@aetna.com				717-526-2888			
	(E-Mail Address)				(FAX Number)			

OFFICERS

Name	Title	Name	Title
Pamela Sue Sedmak #	President and Chief Executive Officer	Elaine Rose Cofrancesco	Vice President and Treasurer
Robert M. Kessler #	Vice President and Secretary	Debra J. Bacon #	Chief Financial Officer

OTHER OFFICERS

Kevin J. Casey	Senior Investment Officer	Adam Finklestein #	Assistant Secretary

DIRECTORS OR TRUSTEES

Beverly Ann Allen	Ernestine Romero	Michael J. Burgoyne	Pamela S. Sedmak
Harvey Turner	Gregory S. Martino		

State ofMichigan.....

County ofWayne.....

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The officers of this reporting entity being duly sworn, each depose and say that they are the described officers of said reporting entity, and that on the reporting period stated above, all of the herein described assets were the absolute property of the said reporting entity, free and clear from any liens or claims thereon, except as herein stated, and that this statement, together with related exhibits, schedules and explanations therein contained, annexed or referred to, is a full and true statement of all the assets and liabilities and of the condition and affairs of the said reporting entity as of the reporting period stated above, and of its income and deductions therefrom for the period ended, and have been completed in accordance with the NAIC *Annual Statement Instructions and Accounting Practices and Procedures* manual except to the extent that: (1) state law may differ; or, (2) that state rules or regulations require differences in reporting not related to accounting practices and procedures, according to the best of their information, knowledge and belief, respectively. Furthermore, the scope of this attestation by the described officers also includes the related corresponding electronic filing with the NAIC, when required, that is an exact copy (except for formatting differences due to electronic filing) of the enclosed statement. The electronic filing may be requested by various regulators in lieu of or in addition to the enclosed statement.

Pamela Sue Sedmak President and Chief Executive Officer	Elaine Rose Cofrancesco Vice President and Treasurer	Robert M. Kessler Vice President and Secretary
a. Is this an original filing? Yes [X] No []		
b. If no:		
1. State the amendment number		
2. Date filed		
3. Number of pages attached		

Subscribed and sworn to before me this
day of ,

ASSETS

	Current Statement Date			4 December 31 Prior Year Net Admitted Assets
	1 Assets	2 Nonadmitted Assets	3 Net Admitted Assets (Cols. 1 - 2)	
1. Bonds	17,169,781		17,169,781	17,803,954
2. Stocks:				
2.1 Preferred stocks			0	0
2.2 Common stocks			0	0
3. Mortgage loans on real estate:				
3.1 First liens			0	0
3.2 Other than first liens			0	0
4. Real estate:				
4.1 Properties occupied by the company (less \$ encumbrances)			0	0
4.2 Properties held for the production of income (less \$ encumbrances)			0	0
4.3 Properties held for sale (less \$ encumbrances)			0	0
5. Cash (\$14,332,079), cash equivalents (\$12,423,973) and short-term investments (\$82,706)	26,838,758		26,838,758	22,702,874
6. Contract loans (including \$ premium notes)			0	0
7. Derivatives			0	0
8. Other invested assets	0		0	0
9. Receivables for securities			0	0
10. Securities lending reinvested collateral assets			0	0
11. Aggregate write-ins for invested assets	0	0	0	0
12. Subtotals, cash and invested assets (Lines 1 to 11)	44,008,539	0	44,008,539	40,506,828
13. Title plants less \$ charged off (for Title insurers only)			0	0
14. Investment income due and accrued	130,678		130,678	159,138
15. Premiums and considerations:				
15.1 Uncollected premiums and agents' balances in the course of collection			0	0
15.2 Deferred premiums, agents' balances and installments booked but deferred and not yet due (including \$ earned but unbilled premiums)			0	0
15.3 Accrued retrospective premiums			0	0
16. Reinsurance:				
16.1 Amounts recoverable from reinsurers	84		84	0
16.2 Funds held by or deposited with reinsured companies			0	0
16.3 Other amounts receivable under reinsurance contracts			0	0
17. Amounts receivable relating to uninsured plans			0	0
18.1 Current federal and foreign income tax recoverable and interest thereon	66,761		66,761	0
18.2 Net deferred tax asset	369,832	21,583	348,249	348,249
19. Guaranty funds receivable or on deposit			0	0
20. Electronic data processing equipment and software			0	0
21. Furniture and equipment, including health care delivery assets (\$)	5,979	5,979	0	0
22. Net adjustment in assets and liabilities due to foreign exchange rates			0	0
23. Receivables from parent, subsidiaries and affiliates	68		68	0
24. Health care (\$) and other amounts receivable	660,124		660,124	892,877
25. Aggregate write-ins for other-than-invested assets	63,480	63,480	0	32,752
26. Total assets excluding Separate Accounts, Segregated Accounts and Protected Cell Accounts (Lines 12 to 25)	45,305,545	91,042	45,214,503	41,939,844
27. From Separate Accounts, Segregated Accounts and Protected Cell Accounts			0	0
28. Total (Lines 26 and 27)	45,305,545	91,042	45,214,503	41,939,844
DETAILS OF WRITE-INS				
1101.			0	0
1102.			0	0
1103.			0	0
1198. Summary of remaining write-ins for Line 11 from overflow page	0	0	0	0
1199. Totals (Lines 1101 through 1103 plus 1198) (Line 11 above)	0	0	0	0
2501. Tax Refund Receivable			0	32,752
2502. Prepaid Expenses	63,480	63,480	0	0
2503.			0	0
2598. Summary of remaining write-ins for Line 25 from overflow page	0	0	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	63,480	63,480	0	32,752

LIABILITIES, CAPITAL AND SURPLUS

	Current Period			Prior Year
	1 Covered	2 Uncovered	3 Total	4 Total
1. Claims unpaid (less \$403,632 reinsurance ceded).....	17,351,669		17,351,669	15,995,805
2. Accrued medical incentive pool and bonus amounts	1,096,684		1,096,684	650,709
3. Unpaid claims adjustment expenses	175,732		175,732	135,947
4. Aggregate health policy reserves including the liability of \$ for medical loss ratio rebate per the Public Health Service Act			0	0
5. Aggregate life policy reserves			0	0
6. Property/casualty unearned premium reserve			0	0
7. Aggregate health claim reserves			0	0
8. Premiums received in advance	0		0	1,351,571
9. General expenses due or accrued	1,554,042		1,554,042	1,160,162
10.1 Current federal and foreign income tax payable and interest thereon (including \$ on realized gains (losses))	0		0	656,085
10.2 Net deferred tax liability.....			0	0
11. Ceded reinsurance premiums payable			0	0
12. Amounts withheld or retained for the account of others	4,573		4,573	21,805
13. Remittances and items not allocated			0	0
14. Borrowed money (including \$ current) and interest thereon \$ (including \$ current)			0	0
15. Amounts due to parent, subsidiaries and affiliates	3,663,629		3,663,629	193,559
16. Derivatives.....			0	0
17. Payable for securities			0	0
18. Payable for securities lending			0	0
19. Funds held under reinsurance treaties (with \$ authorized reinsurers, \$ unauthorized reinsurers and \$ certified reinsurers)			0	0
20. Reinsurance in unauthorized and certified (\$) companies			0	0
21. Net adjustments in assets and liabilities due to foreign exchange rates			0	0
22. Liability for amounts held under uninsured plans			0	0
23. Aggregate write-ins for other liabilities (including \$ current)	112,635	0	112,635	0
24. Total liabilities (Lines 1 to 23).....	23,958,964	0	23,958,964	20,165,643
25. Aggregate write-ins for special surplus funds	XXX	XXX	2,553,000	0
26. Common capital stock	XXX	XXX	10	10
27. Preferred capital stock	XXX	XXX		0
28. Gross paid in and contributed surplus	XXX	XXX	16,600,990	16,600,990
29. Surplus notes	XXX	XXX		0
30. Aggregate write-ins for other-than-special surplus funds	XXX	XXX	0	0
31. Unassigned funds (surplus)	XXX	XXX	2,101,539	5,173,201
32. Less treasury stock, at cost:				
32.1 shares common (value included in Line 26 \$)	XXX	XXX		0
32.2 shares preferred (value included in Line 27 \$)	XXX	XXX		0
33. Total capital and surplus (Lines 25 to 31 minus Line 32)	XXX	XXX	21,255,539	21,774,201
34. Total liabilities, capital and surplus (Lines 24 and 33)	XXX	XXX	45,214,503	41,939,844
DETAILS OF WRITE-INS				
2301. Abandoned Property Liability.....	4,582		4,582	0
2302. PCP- IPP.....	108,053		108,053	0
2303.			0	0
2398. Summary of remaining write-ins for Line 23 from overflow page	0	0	0	0
2399. Totals (Lines 2301 through 2303 plus 2398) (Line 23 above)	112,635	0	112,635	0
2501. Estimated 2015 Health Insurer Fee Accrual.....	XXX	XXX	2,553,000	0
2502.	XXX	XXX		0
2503.	XXX	XXX		0
2598. Summary of remaining write-ins for Line 25 from overflow page	XXX	XXX	0	0
2599. Totals (Lines 2501 through 2503 plus 2598) (Line 25 above)	XXX	XXX	2,553,000	0
3001.	XXX	XXX		0
3002.	XXX	XXX		0
3003.	XXX	XXX		0
3098. Summary of remaining write-ins for Line 30 from overflow page	XXX	XXX	0	0
3099. Totals (Lines 3001 through 3003 plus 3098) (Line 30 above)	XXX	XXX	0	0

STATEMENT OF REVENUE AND EXPENSES

	Current Year To Date		Prior Year To Date	Prior Year Ended December 31
	1 Uncovered	2 Total	3 Total	4 Total
1. Member Months.....	XXX	382,722	364,763	484,486
2. Net premium income (including \$ non-health premium income).....	XXX	133,625,004	122,243,017	163,629,952
3. Change in unearned premium reserves and reserve for rate credits	XXX		0	0
4. Fee-for-service (net of \$ medical expenses)	XXX		0	0
5. Risk revenue	XXX		0	0
6. Aggregate write-ins for other health care related revenues	XXX	54,617	75,310	102,562
7. Aggregate write-ins for other non-health revenues	XXX	0	0	0
8. Total revenues (Lines 2 to 7)	XXX	133,679,621	122,318,327	163,732,514
Hospital and Medical:				
9. Hospital/medical benefits		77,554,351	80,182,321	105,461,506
10. Other professional services		5,412,017	4,593,644	6,484,947
11. Outside referrals			0	0
12. Emergency room and out-of-area		8,243,061	7,680,645	11,224,270
13. Prescription drugs		15,721,244	13,691,197	18,266,738
14. Aggregate write-ins for other hospital and medical.....	0	0	0	0
15. Incentive pool, withhold adjustments and bonus amounts.....		1,090,753	1,141,239	1,480,209
16. Subtotal (Lines 9 to 15)	0	108,021,426	107,289,046	142,917,670
Less:				
17. Net reinsurance recoveries		189,067	33,937	74,263
18. Total hospital and medical (Lines 16 minus 17)	0	107,832,359	107,255,109	142,843,407
19. Non-health claims (net).....			0	0
20. Claims adjustment expenses, including \$ cost containment expenses.....		2,041,791	1,371,312	1,740,102
21. General administrative expenses.....		17,908,812	9,554,202	13,205,599
22. Increase in reserves for life and accident and health contracts (including \$ increase in reserves for life only).....			0	0
23. Total underwriting deductions (Lines 18 through 22)	0	127,782,962	118,180,623	157,789,108
24. Net underwriting gain or (loss) (Lines 8 minus 23)	XXX	5,896,659	4,137,704	5,943,406
25. Net investment income earned		321,574	350,693	460,774
26. Net realized capital gains (losses) less capital gains tax of \$ (187)		(503)	235,996	236,330
27. Net investment gains (losses) (Lines 25 plus 26)	0	321,071	586,689	697,104
28. Net gain or (loss) from agents' or premium balances charged off [(amount recovered \$) (amount charged off \$)]			0	0
29. Aggregate write-ins for other income or expenses	0	0	0	0
30. Net income or (loss) after capital gains tax and before all other federal income taxes (Lines 24 plus 27 plus 28 plus 29)	XXX	6,217,730	4,724,393	6,640,510
31. Federal and foreign income taxes incurred	XXX	2,608,734	1,211,530	2,248,415
32. Net income (loss) (Lines 30 minus 31)	XXX	3,608,996	3,512,863	4,392,095
DETAILS OF WRITE-INS				
0601. WIC Revenue - Monthly Admin Fees.....	XXX	54,617	75,310	0
0602. QAAP Assessment.....	XXX		0	102,562
0603.	XXX			
0698. Summary of remaining write-ins for Line 6 from overflow page	XXX	0	0	0
0699. Totals (Lines 0601 through 0603 plus 0698) (Line 6 above)	XXX	54,617	75,310	102,562
0701.	XXX		0	0
0702.	XXX		0	0
0703.	XXX		0	0
0798. Summary of remaining write-ins for Line 7 from overflow page	XXX	0	0	0
0799. Totals (Lines 0701 through 0703 plus 0798) (Line 7 above)	XXX	0	0	0
1401.			0	0
1402.			0	0
1403.			0	0
1498. Summary of remaining write-ins for Line 14 from overflow page	0	0	0	0
1499. Totals (Lines 1401 through 1403 plus 1498) (Line 14 above)	0	0	0	0
2901.			0	0
2902.			0	0
2903.			0	0
2998. Summary of remaining write-ins for Line 29 from overflow page	0	0	0	0
2999. Totals (Lines 2901 through 2903 plus 2998) (Line 29 above)	0	0	0	0

STATEMENT OF REVENUE AND EXPENSES (Continued)

	1	2	3
	Current Year To Date	Prior Year To Date	Prior Year Ended December 31
CAPITAL & SURPLUS ACCOUNT			
33. Capital and surplus prior reporting year.....	21,774,201	24,253,445	24,253,445
34. Net income or (loss) from Line 32	3,608,996	3,512,863	4,392,095
35. Change in valuation basis of aggregate policy and claim reserves		0	0
36. Change in net unrealized capital gains (losses) less capital gains tax of \$		0	0
37. Change in net unrealized foreign exchange capital gain or (loss)		0	0
38. Change in net deferred income tax		0	45,683
39. Change in nonadmitted assets	(27,658)	(823)	82,978
40. Change in unauthorized and certified reinsurance	0	0	0
41. Change in treasury stock		0	0
42. Change in surplus notes	0	0	0
43. Cumulative effect of changes in accounting principles		0	0
44. Capital Changes:			
44.1 Paid in		0	0
44.2 Transferred from surplus (Stock Dividend)		0	0
44.3 Transferred to surplus		0	0
45. Surplus adjustments:			
45.1 Paid in		0	0
45.2 Transferred to capital (Stock Dividend)	0	0	0
45.3 Transferred from capital		0	0
46. Dividends to stockholders	(4,100,000)	(7,000,000)	(7,000,000)
47. Aggregate write-ins for gains or (losses) in surplus	0	0	0
48. Net change in capital and surplus (Lines 34 to 47)	(518,662)	(3,487,960)	(2,479,244)
49. Capital and surplus end of reporting period (Line 33 plus 48)	21,255,539	20,765,485	21,774,201
DETAILS OF WRITE-INS			
4701.		0	0
4702.		0	0
4703.		0	0
4798. Summary of remaining write-ins for Line 47 from overflow page	0	0	0
4799. Totals (Lines 4701 through 4703 plus 4798) (Line 47 above)	0	0	0

CASH FLOW

	1	2	3
	Current Year	Prior Year	Prior Year Ended
	To Date	To Date	December 31
Cash from Operations			
1. Premiums collected net of reinsurance.....	132,273,433	122,243,017	164,831,431
2. Net investment income	476,819	564,346	664,378
3. Miscellaneous income	840,397	257,614	592,025
4. Total (Lines 1 to 3)	133,590,649	123,064,977	166,087,834
5. Benefit and loss related payments	106,583,631	110,658,981	146,363,770
6. Net transfers to Separate Accounts, Segregated Accounts and Protected Cell Accounts		0	0
7. Commissions, expenses paid and aggregate write-ins for deductions	19,516,938	11,042,442	15,059,534
8. Dividends paid to policyholders		0	0
9. Federal and foreign income taxes paid (recovered) net of \$ tax on capital gains (losses).....	3,331,393	1,773,914	2,299,103
10. Total (Lines 5 through 9)	129,431,962	123,475,337	163,722,407
11. Net cash from operations (Line 4 minus Line 10)	4,158,687	(410,360)	2,365,427
Cash from Investments			
12. Proceeds from investments sold, matured or repaid:			
12.1 Bonds	1,707,826	11,697,034	11,722,151
12.2 Stocks	0	0	0
12.3 Mortgage loans	0	0	0
12.4 Real estate	0	0	0
12.5 Other invested assets	0	0	0
12.6 Net gains or (losses) on cash, cash equivalents and short-term investments	0	12	12
12.7 Miscellaneous proceeds	0	0	0
12.8 Total investment proceeds (Lines 12.1 to 12.7)	1,707,826	11,697,046	11,722,163
13. Cost of investments acquired (long-term only):			
13.1 Bonds	1,201,128	6,763,807	10,792,216
13.2 Stocks	0	0	0
13.3 Mortgage loans	0	0	0
13.4 Real estate	0	0	0
13.5 Other invested assets	0	0	0
13.6 Miscellaneous applications	0	0	0
13.7 Total investments acquired (Lines 13.1 to 13.6)	1,201,128	6,763,807	10,792,216
14. Net increase (or decrease) in contract loans and premium notes	0	0	0
15. Net cash from investments (Line 12.8 minus Line 13.7 and Line 14)	506,698	4,933,239	929,947
Cash from Financing and Miscellaneous Sources			
16. Cash provided (applied):			
16.1 Surplus notes, capital notes	0	0	0
16.2 Capital and paid in surplus, less treasury stock.....	0	0	0
16.3 Borrowed funds	0	0	0
16.4 Net deposits on deposit-type contracts and other insurance liabilities		0	0
16.5 Dividends to stockholders	4,100,000	7,000,000	7,000,000
16.6 Other cash provided (applied).....	3,570,499	2,161,377	2,266,234
17. Net cash from financing and miscellaneous sources (Line 16.1 through Line 16.4 minus Line 16.5 plus Line 16.6).....	(529,501)	(4,838,623)	(4,733,766)
RECONCILIATION OF CASH, CASH EQUIVALENTS AND SHORT-TERM INVESTMENTS			
18. Net change in cash, cash equivalents and short-term investments (Line 11, plus Lines 15 and 17)	4,135,884	(315,744)	(1,438,392)
19. Cash, cash equivalents and short-term investments:			
19.1 Beginning of year.....	22,702,874	24,141,266	24,141,266
19.2 End of period (Line 18 plus Line 19.1)	26,838,758	23,825,522	22,702,874

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Aetna Better Health of Michigan, Inc.

EXHIBIT OF PREMIUMS, ENROLLMENT AND UTILIZATION

	1	Comprehensive (Hospital & Medical)		4	5	6	7	8	9	10
		2	3							
	Total	Individual	Group	Medicare Supplement	Vision Only	Dental Only	Federal Employees Health Benefits Plan	Title XVIII Medicare	Title XIX Medicaid	Other
Total Members at end of:										
1. Prior Year	39,599	1,423	.0	.0	.0	.0	.0	.0	38,176	.0
2. First Quarter	40,051	1,295	.0	.0	.0	.0	.0	.0	38,756	.0
3. Second Quarter	45,268	1,532	.0	.0	.0	.0	.0	.0	43,736	.0
4. Third Quarter	43,203	1,849							41,354	
5. Current Year	0									
6. Current Year Member Months	382,722	13,580							369,142	
Total Member Ambulatory Encounters for Period:										
7. Physician	144,459	2,340							142,119	
8. Non-Physician	5,910	118							5,792	
9. Total	150,369	2,458	0	0	0	0	0	0	147,911	0
10. Hospital Patient Days Incurred	20,956	46							20,910	
11. Number of Inpatient Admissions	4,600	17							4,583	
12. Health Premiums Written (a).....	134,041,926	1,804,450							132,237,476	
13. Life Premiums Direct.....	.0									
14. Property/Casualty Premiums Written .....	.0									
15. Health Premiums Earned	134,041,926	1,804,450							132,237,476	
16. Property/Casualty Premiums Earned .....	.0									
17. Amount Paid for Provision of Health Care Services	106,043,320	773,015							105,270,305	
18. Amount Incurred for Provision of Health Care Services	108,021,426	899,862							107,121,564	

(a) For health premiums written: amount of Medicare Title XVIII exempt from state taxes or fees \$

CLAIMS UNPAID AND INCENTIVE POOL, WITHHOLD AND BONUS (Reported and Unreported)

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UNDERWRITING AND INVESTMENT EXHIBIT
ANALYSIS OF CLAIMS UNPAID-PRIOR YEAR-NET OF REINSURANCE

Line of Business	Claims Paid Year to Date		Liability End of Current Quarter		5 Claims Incurred in Prior Years (Columns 1 + 3)	6 Estimated Claim Reserve and Claim Liability Dec. 31 of Prior Year
	1 On Claims Incurred Prior to January 1 of Current Year	2 On Claims Incurred During the Year	3 On Claims Unpaid Dec. 31 of Prior Year	4 On Claims Incurred During the Year		
1. Comprehensive (hospital and medical)	108,731	595,908	1,976	156,682	110,707	31,811
2. Medicare Supplement .....					.0	.0
3. Dental only .....					.0	.0
4. Vision only .....					.0	.0
5. Federal Employees Health Benefits Plan .....					.0	.0
6. Title XVIII - Medicare .....					.0	.0
7. Title XIX - Medicaid	12,180,273	92,500,826	525,845	16,667,166	12,706,118	15,963,990
8. Other health .....					.0	.0
9. Health subtotal (Lines 1 to 8).....	12,289,004	93,096,734	527,821	16,823,848	12,816,825	15,995,801
10. Health care receivables (a) .....					.0	.0
11. Other non-health .....					.0	.0
12. Medical incentive pools and bonus amounts	360,273	284,505	.0	1,096,684	360,273	650,709
13. Totals (Lines 9-10+11+12)	12,649,277	93,381,239	527,821	17,920,532	13,177,098	16,646,510

(a) Excludes \$ loans or advances to providers not yet expensed.

NOTES TO FINANCIAL STATEMENTS

1. Summary of significant accounting policies

A. Accounting practices

The accompanying statutory financial statements of Aetna Better Health of Michigan, Inc. (the “Company”), a wholly-owned subsidiary of Aetna Health Holdings, LLC, whose ultimate parent is Aetna Inc. ("Aetna"), have been prepared in conformity with accounting practices prescribed or permitted by the Michigan Department of Insurance and Financial Services (DISF). The Michigan DIFS recognizes only statutory accounting practices prescribed or permitted by the State of Michigan for determining and reporting the financial condition and results of operations of an insurance company, which include accounting practices and procedures adopted by the National Association of Insurance Commissioners' (“NAIC”) *Accounting Practices and Procedures Manual* (“NAIC SAP”).

NAIC SAP Accounting Practices vary from U.S. generally accepted accounting principles (“GAAP”). The primary differences include:

- Certain assets, designated as nonadmitted assets (in part, uncollected premiums are nonadmitted in accordance with Statements of Statutory Accounting Principles (“SSAP”) No. 6, *Uncollected Premium Balances, Bills Receivable for Premiums, and Amounts Due From Agents and Brokers*) are not recorded as assets, but are charged to surplus. Thus, nonadmitting uncollected premiums eliminates the need for a separate allowance for doubtful accounts, which is utilized under GAAP;
- Certain assets, designated as nonadmitted assets (other receivables and prepaid capitation, which are nonadmitted in accordance with SSAP No. 4, *Assets and Nonadmitted Assets*) are not recorded as assets, but are charged to surplus. Assets having economic value other than those which can be used to fulfill policyholder obligations, or those assets which are unavailable due to encumbrances or other third party interests should not be recognized on the balance sheet, and are, therefore, considered nonadmitted;
- Bonds are recorded at amortized cost except for those with an NAIC designation of 3 through 6, which are reported at the lower of amortized cost or fair value. Therefore, changes in unrealized gains and losses for those securities held at amortized cost are not reflected in the financial statements. Under GAAP, bonds classified as available for sale are recorded at fair value, and related changes in unrealized gains and losses are recorded as a component of equity, net of deferred Federal income taxes; and
- Deferred tax assets and liabilities are determined and admitted in accordance with SSAP No. 101, *Income Taxes – A Replacement of SSAP No. 10R and SSAP No. 10* (“SSAP No. 101”). SSAP No. 101 became authoritative guidance for accounting and reporting of income taxes beginning January 1, 2012 and replaced SSAP No. 10R, *Income Taxes – Revised, A Temporary Replacement of SSAP No. 10*. Changes in net deferred tax assets and liabilities are reflected as changes in surplus. Under U.S. GAAP, changes in such assets and liabilities are reflected in net income. In addition, statutory accounting requires an admissibility test for deferred tax assets, which is not required under U.S. GAAP.

A reconciliation of the Company’s net loss and capital and surplus between NAIC SAP and practices prescribed and permitted by the State of Michigan for the period ending September 30, 2014 is as follows:

	State of Domicile	2014	2013
NET INCOME			
(1) Company state basis (Page 4, Line 32, Columns 2 & 4)	MI	\$ 3,608,996	\$ 4,392,095
(4) NAIC SAP (1-2-3=4)	MI	\$ 3,608,996	\$ 4,392,095
SURPLUS			
(5) Company state basis (Page 3, Line 33, Columns 3 & 4)	MI	\$ 21,255,539	\$ 21,774,201
(8) NAIC SAP (5-6-7=8)	MI	\$ 21,255,539	\$ 21,774,201

B. Use of estimates in the preparation of the financial statements

The preparation of these financial statements in conformity with NAIC SAP requires management to make estimates and assumptions that affect the reported amounts of assets and liabilities and revenues and expenses. Actual results could differ from those estimates.

2. Accounting changes and corrections of errors

Effective January 1, 2014, Statement of Statutory Accounting Principles No. 35 – Revised, *Guaranty Fund and Other Assessments* (“SSAP No. 35R”) was revised to adopt Financial Accounting Standards Board Accounting Standards Update 2011-06, *Other Expenses – Fees Paid to the Federal Government by Health Insurers* (“ASU 2011-06”) with modifications. ASU 2011-06 provides specific guidance related to the assessment of the annual fee (“health insurer fee”) mandated to be paid to the federal government by health insurers under Section 9010 of the Affordable Care Act (“ACA”). Beginning January 1, 2014, the revisions to SSAP No. 35R required (1) that the health insurer fee be recognized in full on January 1 of the fee year (the calendar year in which the assessment must be paid to the federal government), in the operating expense category of insurance taxes, licenses and fees, excluding federal income taxes and (2) that in each data year preceding a fee year a reporting entity pro-ratably accrue by reclassifying from unassigned funds (surplus) to aggregate write-ins for special surplus funds an amount equal to its estimated subsequent fee year assessment. This reclassification has no impact on total capital and surplus and is reversed in full on January 1 of the fee year beginning with fee

NOTES TO FINANCIAL STATEMENTS

years starting on January 1, 2015 and after. On September 26, 2014, the Company paid \$2,413,700 to the federal government for its portion of the health insurer fee payable on September 30, 2014 and the amount reclassified from unassigned funds (surplus) to aggregate write-ins for special surplus was estimated to be \$2,553,000.

Accounting for the Patient Protection and Affordable Care Act and the Health Care and Education Reconciliation Act of 2010's (collectively, "Health Care Reform") Reinsurance, Risk Adjustment and Risk Corridor (the "3Rs") pursuant to guidance adopted in March 2014 by Interpretation 2013-04: Accounting for the Risk Sharing Provisions of the Affordable Care Act ("INT 13-04")

Reinsurance

Health Care Reform established a temporary three-year reinsurance program, whereby all issuers of major medical commercial insurance products and self-insured plan sponsors are required to contribute funding in amounts set by the U.S. Department of Health and Human Services ("HHS"). Funds collected will be utilized to reimburse issuers' high claims costs incurred for qualified individual members. The expense related to this required funding is reflected in insurance, taxes, licenses and fees for all of the Company's insurance products with the exception of products associated with qualified individual members; this expense for qualified individual members is reflected as a reduction of premium revenue. When annual claim costs incurred by the Company's qualified individual members exceed a specified attachment point, the Company is entitled to certain reimbursements from this program. The Company will record amounts recoverable from reinsurers and ceded claim benefit recoveries to reflect its estimate of these recoveries.

Risk Adjustment

Health Care Reform established a permanent risk adjustment program to transfer funds from qualified individual and small group insurance plans with below average risk scores to those respective plans with above average risk scores. Based on the risk of the Company's qualified plan members relative to the average risk of members of other qualified plans in comparable markets, the Company will estimate its ultimate 2014 risk adjustment receivable or payable and reflect the pro-rata year-to-date impact as an adjustment to its premium revenue.

Risk Corridor

Health Care Reform established a temporary three-year risk sharing program for qualified individual and small group insurance plans. Under this program the Company will make (or receive) a payment to (or from) HHS based on the ratio of allowable costs to target costs (as defined by Health Care Reform). The Company will record a risk corridor receivable or payable as an adjustment to premium revenue on a pro-rata year-to-date basis based on the Company's estimate of the ultimate 2014 risk sharing amount.

The Company will perform a final reconciliation and settlement with HHS of the 2014 3Rs during 2015. See Note 21.J. for disclosure of amounts related to the 3Rs for the Company for the period ending September 30, 2014.

The Company did not have any corrections of errors in the period ending September 30, 2014.

3. Business combinations and goodwill

No significant change.

4. Discontinued operations

No significant change.

5. Investments

A. – C. No significant change.

D. Loan-Backed Securities

- (1) Prepayment assumptions for single class and multi-class mortgage backed/asset backed securities were obtained from industry market sources.
- (2) The Company had no other-than-temporary impairment ("OTTI") losses during the second quarter of 2014 on loan-backed and structured securities in which the Company had the (1) intent to sell, (2) did not have the intent and ability to retain for a period of time sufficient to recover the amortized cost basis or (3) present value of cash flows expected to be collected is less than the amortized cost basis of the securities in accordance with SSAP No. 43R, *Loan-Backed and Structured Securities*.

NOTES TO FINANCIAL STATEMENTS

- (3) The Company had no recognized OTTI on loan-backed and structured securities currently held, in which the present value of cash flows expected to be collected is less than the amortized cost basis, at September 30, 2014.
- (4) The Company had no unrealized loss position on loan-backed and structured securities held by the Company at September 30, 2014.
- (5) No significant change.

E. Repurchase Agreements and/or Securities Lending Transactions

- (1) and (2): No significant change.
- (3) Neither the Company nor its agent has accepted collateral that is permitted by contract or custom to sell or re-pledge as of September 30, 2014.
- (4) Through (7): No significant change.

F and G. No significant change.

H.

(1) Restricted Assets (Including Pledged)	1	2	3	4	5	6
Restricted Asset Category	Total Gross Restricted from Current Year	Total Gross Restricted From Prior Year	Increase/ (Decrease) (1 minus 2)	Total Current Year Admitted Restricted	Percentage Gross Restricted to Total Assets	Percentage Admitted Restricted to Total Admitted Assets
a. Subject to contractual obligation for which liability is not shown	\$	\$	\$ 0	\$	0.0 %	0.0 %
b. Collateral held under security lending agreements			0		0.0	0.0
c. Subject to repurchase agreements			0		0.0	0.0
d. Subject to reverse repurchase agreements			0		0.0	0.0
e. Subject to dollar repurchase agreements			0		0.0	0.0
f. Subject to dollar reverse repurchase agreements			0		0.0	0.0
g. Placed under option contracts			0		0.0	0.0
h. Letter stock or securities restricted as to sale – excluding FHLB capital			0		0.0	0.0
i. FHLB capital stock			0		0.0	0.0
j. On deposit with states	1,201,040	1,050,220	150,820	1,201,040	0.0	0.0
k. On deposit with other regulatory bodies			0		0.0	0.0
l. Pledged as collateral to FHLB (including assets backing funding agreements)			0		0.0	0.0
m. Pledged as collateral not captured in other categories			0		0.0	0.0
n. Other restricted assets			0		0.0	0.0
p. Total Restricted Assets	\$ 1,201,040	\$ 1,050,220	\$ 150,820	\$ 1,201,040	0.0 %	0.0 %

I. The Company did not have any working capital finance investments at September 30, 2014.

6. Joint ventures, partnerships, and limited liability companies

No significant change.

7. Investment income

No significant change.

8. Derivative instruments

No significant change.

9. Income taxes

No significant change.

10. Information concerning parent, subsidiaries, affiliates, and related parties

A. Amounts due from related parties and due to related parties as of September 30, 2014 are as follows:

Due from Related Parties:	
First Health Group Corp.	\$ 5
Claims Administration Corp	\$ 10
Coventry Health Care Workers Compensation	\$ 48
Coventry Prescription Management Service	\$ 5
Total Due from Related Parties	\$ 68
Due to Related Parties:	
AHM, LLC	\$ 2,240,963
AHM - Coventry	\$ 1,342,313
Coventry Miscellaneous	\$ 80,353

B – I. No significant change.

11. Debt

- A. The Company did not have any items related to debt, including capital notes at September 30, 2014.
- B. The Company did not have any Federal Home Loan Bank agreements at September 30, 2014.

12. Retirement plans, deferred compensation postemployment benefits and compensated absences and other Postretirement benefit plans

The Company did not have a retirement plan, deferred compensation plan, or other postretirement benefit plan at September 30, 2014.

13. Capital and surplus, shareholders' dividend restrictions and quasi-reorganizations

No significant change.

14. Contingencies

No significant change.

15. Leases

No significant change.

16. Information about financial instruments with off-balance sheet risk and financial instruments with concentrations of credit risk

No significant change.

17. Sale, transfer and servicing of financial assets and extinguishments of liabilities

A. Transfers of receivables reported as sales

No significant change.

B. Transfer and servicing of financial assets

- (1) No significant change.
- (2) and (3): The Company did not have any servicing assets or liabilities at September 30, 2014.
- (4) The Company did not have any securitized financial assets at September 30, 2014.
- (5) No significant change.
- (6) No significant change.
- (7) No significant change.

C. Wash sales

- (1) The Company did not have any wash sales for the period ending September 30, 2014.

18. Gain or loss to the reporting entity from uninsured plans and the uninsured portion of partially insured plans

No significant change.

19. Direct premium written/produced by managing general agents/third party administrators

No significant change.

20. Fair value measurements

- A. and B.

The Company had no material assets or liabilities measured and reported at fair value at September 30, 2014.

- C. Certain of the Company's financial instruments are measured at fair value in our balance sheets. The fair values of these instruments are based on valuations that include inputs that can be classified within one of three levels of a hierarchy established by GAAP. The following are the levels of the hierarchy and a brief description of the type of valuation information ("inputs") that qualifies a financial asset or liability for each level:

NOTES TO FINANCIAL STATEMENTS

- **Level 1** – Unadjusted quoted prices for identical assets or liabilities in active markets.
- **Level 2** – Inputs other than Level 1 that are based on observable market data. These include: quoted prices for similar assets in active markets, quoted prices for identical assets in inactive markets, inputs that are observable that are not prices (such as interest rates and credit risks) and inputs that are derived from or corroborated by observable markets.
- **Level 3** – Developed from unobservable data, reflecting our own assumptions.

Financial assets and liabilities are classified based upon the lowest level of input that is significant to the valuation. When quoted prices in active markets for identical assets and liabilities are available, we use these quoted market prices to determine the fair value of financial assets and liabilities and classify these assets and liabilities as Level 1. In other cases where a quoted market price for identical assets and liabilities in an active market is either not available or not observable, we estimate fair value using valuation methodologies based on available and observable market information or by using a matrix pricing model. These financial assets and liabilities would then be classified as Level 2. If quoted market prices are not available, we determine fair value using broker quotes or an internal analysis of each investment’s financial performance and cash flow projections. Thus, financial assets and liabilities may be classified in Level 3 even though there may be some significant inputs that may be observable.

The carrying values and estimated fair values of the Company's financial instruments at September 30, 2014 were as follows:

Type of Financial Instrument	Aggregate Fair Value	Admitted Assets	(Level 1)	(Level 2)	(Level 3)	Not Practicable (Carrying Value)
Bonds, Short Term, and Cash Equivalent	\$ 30,068,909	\$ 29,676,460	\$ 1,200,140	\$ 28,868,769		

There were no material realized and unrealized capital gains, purchases, sales, settlements, or transfers into or out of the Company's Level 3 financial assets during the period ending September 30, 2014.

In evaluating the Company's management of interest rate and liquidity risk and currency exposures, the fair values of all assets and liabilities should be taken into consideration, not only those presented above.

21. Other items

- A through G: No significant change.
- H. The Company did not have any offsetting and netting of assets or liabilities at September 30, 2014.
- I. No significant change.
- J. Risk Sharing Provisions of the Affordable Care Act

The Company has written accident and health premiums in the first six months of 2014, which is subject to the ACA risk sharing provisions. At September 30, 2014, zero balances are reported for both the permanent risk adjustment program and the temporary ACA risk corridors program as there was insufficient data to make an estimate.

- (1) Did the reporting entity write accident and health insurance premium which is subject to the Affordable Care Act risk sharing provisions (YES/NO)? YES

Line items below where the amount is zero is due to no activity as of the reporting date.

- (2) Impact of Risk Sharing Provisions of the Affordable Care Act on Admitted Assets, Liabilities and Revenue for the Current Year
 - a. Permanent ACA Risk Adjustment Program

Assets	Amount	
1. Premium adjustments receivable due to ACA Risk Adjustment		\$ 0
Liabilities		
2. Risk adjustment user fees payable for ACA Risk Adjustment		\$ 0
3. Premium adjustments payable due to ACA Risk Adjustment		\$ 0
Operations (Revenue & Expense)		
4. Reported as revenue in premium for accident and health contracts (written/collected) due to ACA Risk Adjustment		\$ 0
5. Reported in expenses as ACA risk adjustment user fees (incurred/paid)		\$ 0
 - b. Transitional ACA Reinsurance Program

Assets		
1. Amounts recoverable for claims paid due to ACA Reinsurance		\$ 0
2. Amounts recoverable for claims unpaid due to ACA		

NOTES TO FINANCIAL STATEMENTS

Reinsurance (Contra Liability)	\$ 0	
3. Amounts receivable relating to uninsured plans for contributions for ACA Reinsurance	\$ 0	
Liabilities		
4. Liabilities for contributions payable due to ACA Reinsurance -not reported as ceded premium	\$ 0	
5. Ceded reinsurance premiums payable due to ACA Reinsurance	\$ 0	
6. Liabilities for amounts held under uninsured plans contributions for ACA Reinsurance	\$ 0	
Operations (Revenue & Expense)		
7. Ceded reinsurance premiums due to ACA Reinsurance	\$ 0	
8. Reinsurance recoveries (income statement) due to ACA Reinsurance payments or expected payments	\$ 0	
9. ACA Reinsurance contributions-not reported as ceded premium	\$ 0	
c. Temporary ACA Risk Corridors Program		
Assets		
1. Accrued retrospective premium due to ACA Risk Corridors	\$ 0	
Liabilities		
2. Reserve for rate credits or policy experience rating refunds due to ACA Risk Corridors	\$ 0	
Operations (Revenue & Expense)		
3. Effect of ACA Risk Corridors on net premium income (paid/received)	\$ 0	
4. Effect of ACA Risk Corridors on change in reserves for rate credits	\$ 0	
d. Have there been any material re-estimations and/or impairments for the reporting period		NO

22. Events subsequent

No significant change.

23. Reinsurance

No significant change.

24. Retrospectively rated contracts and contracts subject to redetermination

No significant change.

25. Change in incurred claims and claims adjustment expense

Reserves as of September 30, 2014 were approximately \$17.4 million. As of September 30, 2014, approximately \$12.6 million has been paid for incurred claims and claim adjustment expenses attributable to insured events of prior years. Reserves remaining for prior years are now approximately \$0.5 million as a result of re-estimation of unpaid claims and claim adjustment expenses. Therefore, there has been approximately a \$3.5 million favorable prior year development since December 31, 2013 to September 30, 2014. The resulting development does not consider health care receivables. The increase is generally the result of ongoing analysis of recent loss development trends. Original estimates are increased or decreased, as additional information becomes known regarding individual claims.

26. Intercompany pooling arrangements

No significant change.

27. Structured settlements

No significant change.

28. Health care receivables

No significant change.

29. Participating policies

No significant change.

30. Premium deficiency reserves

No significant change.

31. Anticipated salvage and subrogation

NOTES TO FINANCIAL STATEMENTS

No significant change.

GENERAL INTERROGATORIES

PART 1 - COMMON INTERROGATORIES
GENERAL

- 1.1

Did the reporting entity experience any material transactions requiring the filing of Disclosure of Material Transactions with the State of Domicile, as required by the Model Act?

Yes ☐ No ☒
- 1.2

If yes, has the report been filed with the domiciliary state?

Yes ☐ No ☐
- 2.1

Has any change been made during the year of this statement in the charter, by-laws, articles of incorporation, or deed of settlement of the reporting entity?

Yes ☐ No ☒
- 2.2

If yes, date of change:
- 3.1

Is the reporting entity a member of an Insurance Holding Company System consisting of two or more affiliated persons, one or more of which is an insurer?

Yes ☒ No ☐

If yes, complete Schedule Y, Parts 1 and 1A.
- 3.2

Have there been any substantial changes in the organizational chart since the prior quarter end?

Yes ☒ No ☐
- 3.3

If the response to 3.2 is yes, provide a brief description of those changes.
See attachment
- 4.1

Has the reporting entity been a party to a merger or consolidation during the period covered by this statement?

Yes ☐ No ☒
- 4.2

If yes, provide the name of entity, NAIC Company Code, and state of domicile (use two letter state abbreviation) for any entity that has ceased to exist as a result of the merger or consolidation.

1 Name of Entity	2 NAIC Company Code	3 State of Domicile

5.

If the reporting entity is subject to a management agreement, including third-party administrator(s), managing general agent(s), attorney-in-fact, or similar agreement, have there been any significant changes regarding the terms of the agreement or principals involved?

Yes ☐ No ☒ NA ☐

If yes, attach an explanation.
- 6.1

State as of what date the latest financial examination of the reporting entity was made or is being made.

12/31/2013
- 6.2

State the as of date that the latest financial examination report became available from either the state of domicile or the reporting entity. This date should be the date of the examined balance sheet and not the date the report was completed or released.

12/31/2009
- 6.3

State as of what date the latest financial examination report became available to other states or the public from either the state of domicile or the reporting entity. This is the release date or completion date of the examination report and not the date of the examination (balance sheet date).

09/30/2010
- 6.4

By what department or departments?
Department of Insurance and Financial Services
- 6.5

Have all financial statement adjustments within the latest financial examination report been accounted for in a subsequent financial statement filed with Departments?

Yes ☐ No ☐ NA ☒
- 6.6

Have all of the recommendations within the latest financial examination report been complied with?

Yes ☒ No ☐ NA ☐
- 7.1

Has this reporting entity had any Certificates of Authority, licenses or registrations (including corporate registration, if applicable) suspended or revoked by any governmental entity during the reporting period?

Yes ☐ No ☒
- 7.2

If yes, give full information:
- 8.1

Is the company a subsidiary of a bank holding company regulated by the Federal Reserve Board?

Yes ☐ No ☒
- 8.2

If response to 8.1 is yes, please identify the name of the bank holding company.
- 8.3

Is the company affiliated with one or more banks, thrifts or securities firms?

Yes ☐ No ☒
- 8.4

If response to 8.3 is yes, please provide below the names and location (city and state of the main office) of any affiliates regulated by a federal regulatory services agency [i.e. the Federal Reserve Board (FRB), the Office of the Comptroller of the Currency (OCC), the Federal Deposit Insurance Corporation (FDIC) and the Securities Exchange Commission (SEC)] and identify the affiliate's primary federal regulator.]

1 Affiliate Name	2 Location (City, State)	3 FRB	4 OCC	5 FDIC	6 SEC

GENERAL INTERROGATORIES

9.1

Are the senior officers (principal executive officer, principal financial officer, principal accounting officer or controller, or persons performing similar functions) of the reporting entity subject to a code of ethics, which includes the following standards?
(a) Honest and ethical conduct, including the ethical handling of actual or apparent conflicts of interest between personal and professional relationships;
(b) Full, fair, accurate, timely and understandable disclosure in the periodic reports required to be filed by the reporting entity;
(c) Compliance with applicable governmental laws, rules and regulations;
(d) The prompt internal reporting of violations to an appropriate person or persons identified in the code; and
(e) Accountability for adherence to the code.

Yes [X] No []

9.11

If the response to 9.1 is No, please explain:
.....

9.2

Has the code of ethics for senior managers been amended?

Yes [X] No []

9.21

If the response to 9.2 is Yes, provide information related to amendment(s).
See attachment

9.3

Have any provisions of the code of ethics been waived for any of the specified officers?

Yes [] No [X]

9.31

If the response to 9.3 is Yes, provide the nature of any waiver(s).
.....

FINANCIAL

10.1

Does the reporting entity report any amounts due from parent, subsidiaries or affiliates on Page 2 of this statement?.....

Yes [X] No []

10.2

If yes, indicate any amounts receivable from parent included in the Page 2 amount:.....\$0

INVESTMENT

11.1

Were any of the stocks, bonds, or other assets of the reporting entity loaned, placed under option agreement, or otherwise made available for use by another person? (Exclude securities under securities lending agreements.)

Yes [] No [X]

11.2

If yes, give full and complete information relating thereto:
.....

12.

Amount of real estate and mortgages held in other invested assets in Schedule BA:\$

13.

Amount of real estate and mortgages held in short-term investments:\$

14.1

Does the reporting entity have any investments in parent, subsidiaries and affiliates?

Yes [] No [X]

14.2

If yes, please complete the following:

	1	2
	Prior Year-End Book/Adjusted Carrying Value	Current Quarter Book/Adjusted Carrying Value
14.21 Bonds	\$	\$
14.22 Preferred Stock	\$	\$
14.23 Common Stock	\$	\$
14.24 Short-Term Investments	\$	\$
14.25 Mortgage Loans on Real Estate	\$	\$
14.26 All Other	\$	\$
14.27 Total Investment in Parent, Subsidiaries and Affiliates (Subtotal Lines 14.21 to 14.26).....	\$0	\$0
14.28 Total Investment in Parent included in Lines 14.21 to 14.26 above	\$	\$

15.1

Has the reporting entity entered into any hedging transactions reported on Schedule DB?

Yes [] No [X]

15.2

If yes, has a comprehensive description of the hedging program been made available to the domiciliary state?

Yes [] No []

If no, attach a description with this statement.

GENERAL INTERROGATORIES

- 16 For the reporting entity’s security lending program, state the amount of the following as of the current statement date:
- 16.1 Total fair value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

\$
- 16.2 Total book adjusted/carrying value of reinvested collateral assets reported on Schedule DL, Parts 1 and 2

\$
- 16.3 Total payable for securities lending reported on the liability page

\$

17. Excluding items in Schedule E – Part 3 – Special Deposits, real estate, mortgage loans and investments held physically in the reporting entity’s offices, vaults or safety deposit boxes, were all stocks, bonds and other securities, owned throughout the current year held pursuant to a custodial agreement with a qualified bank or trust company in accordance with Section 1, III – General Examination Considerations, F. Outsourcing of Critical Functions, Custodial or Safekeeping Agreements of the NAIC *Financial Condition Examiners Handbook*?
- Yes ☒ No ☐

- 17.1 For all agreements that comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, complete the following:

1	2
Name of Custodian(s)	Custodian Address
State Street Bank and Trust.....	225 Franklin Street, Boston, MA 02110.....

- 17.2 For all agreements that do not comply with the requirements of the NAIC *Financial Condition Examiners Handbook*, provide the name, location and a complete explanation:

1	2	3
Name(s)	Location(s)	Complete Explanation(s)

- 17.3 Have there been any changes, including name changes, in the custodian(s) identified in 17.1 during the current quarter?
- Yes ☐ No ☒

- 17.4 If yes, give full and complete information relating thereto:

1	2	3	4
Old Custodian	New Custodian	Date of Change	Reason

- 17.5 Identify all investment advisors, broker/dealers or individuals acting on behalf of broker/dealers that have access to the investment accounts, handle securities and have authority to make investments on behalf of the reporting entity:

1	2	3
Central Registration Depository	Name(s)	Address

- 18.1 Have all the filing requirements of the *Purposes and Procedures Manual* of the NAIC Securities Valuation Office been followed?
- Yes ☒ No ☐

- 18.2 If no, list exceptions:
-

GENINTPT1 - Attachment

3.3 On August 19, 2014, AET Health Care Plan, Inc. changed its name to Aetna Better Health of Texas Inc. On September 1, 2014, CoventryCares of Michigan, Inc. changed its name to Aetna Better Health of Michigan Inc. On September 1, 2014, Altius Health Plan Inc. changed its name to Aetna Health of Utah Inc.

- 9.21 The Code of Conduct was amended effective September 2014. The key substantive changes include:
- Clarification that intimidation against anyone who reports a concern is prohibited;
 - The specific listing of fraud, waste and abuse as matters that should be reported to the appropriate personnel to more closely align the Code of Conduct with CMS requirements;
 - Additional examples in the Conflicts of Interests and Business Expenses sections to reflect questions frequently asked by employees since 2011; and

Additional information on the limitations on the personal political and lobbying activities to which Aetna employees and their family members are subject.

GENERAL INTERROGATORIES
PART 2 - HEALTH

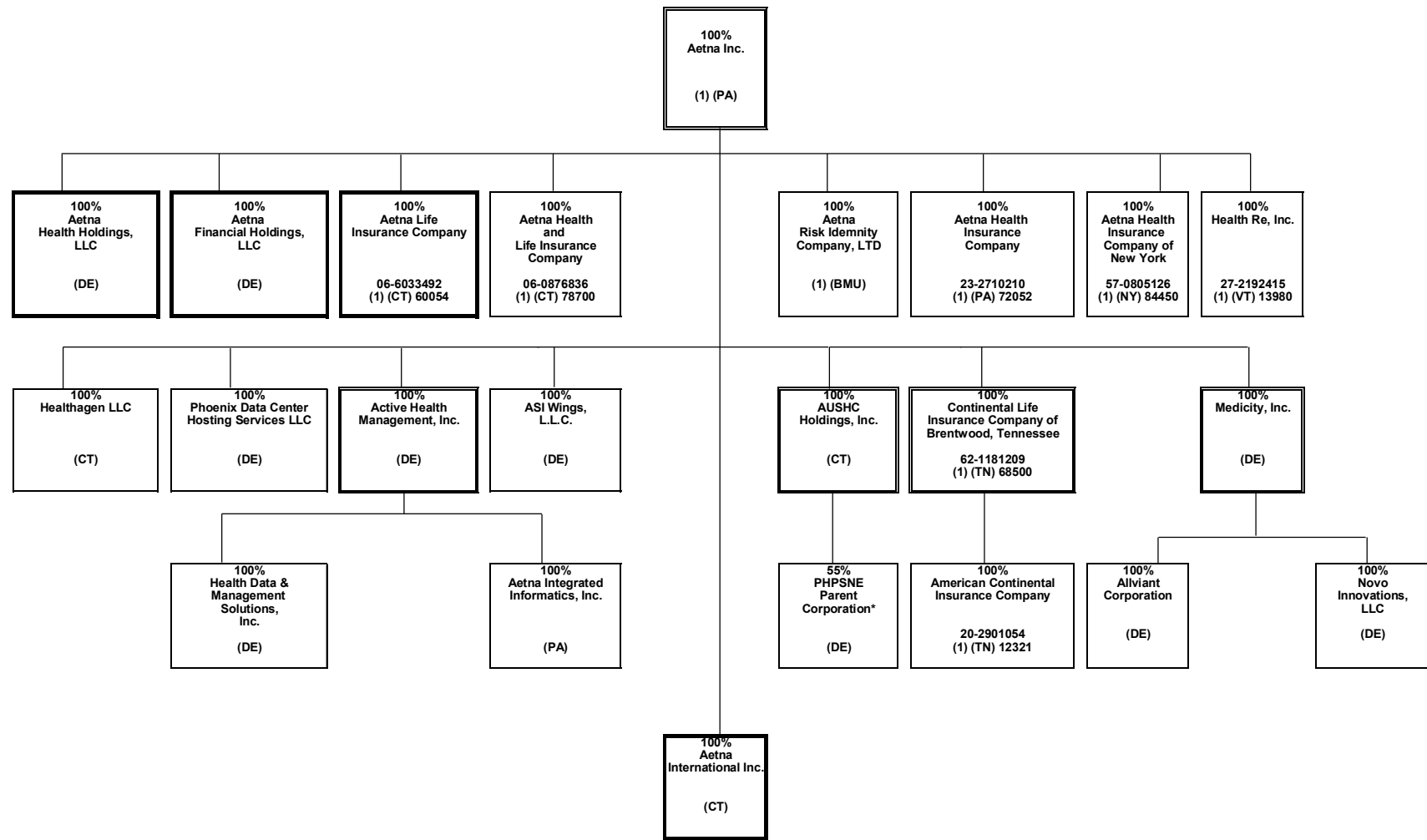
1.	Operating Percentages:	
1.1	A&H loss percent.....	80.7 %
1.2	A&H cost containment percent	0.0 %
1.3	A&H expense percent excluding cost containment expenses.....	14.9 %
2.1	Do you act as a custodian for health savings accounts?.....	Yes [] No [X]
2.2	If yes, please provide the amount of custodial funds held as of the reporting date.....	\$
2.3	Do you act as an administrator for health savings accounts?.....	Yes [] No [X]
2.4	If yes, please provide the balance of the funds administered as of the reporting date.....	\$

SCHEDULE T - PREMIUMS AND OTHER CONSIDERATIONS

Current Year to Date - Allocated by States and Territories										
States, Etc.	1 Active Status	Direct Business Only								
		2 Accident & Health Premiums	3 Medicare Title XVIII	4 Medicaid Title XIX	5 Federal Employees Health Benefits Program Premiums	6 Life & Annuity Premiums & Other Considerations	7 Property/Casualty Premiums	8 Total Columns 2 Through 7	9 Deposit-Type Contracts	
1. Alabama	AL	N						0		
2. Alaska	AK	N						0		
3. Arizona	AZ	N						0		
4. Arkansas	AR	N						0		
5. California	CA	N						0		
6. Colorado	CO	N						0		
7. Connecticut	CT	N						0		
8. Delaware	DE	N						0		
9. Dist. Columbia	DC	N						0		
10. Florida	FL	N						0		
11. Georgia	GA	N						0		
12. Hawaii	HI	N						0		
13. Idaho	ID	N						0		
14. Illinois	IL	N						0		
15. Indiana	IN	N						0		
16. Iowa	IA	N						0		
17. Kansas	KS	N						0		
18. Kentucky	KY	N						0		
19. Louisiana	LA	N						0		
20. Maine	ME	N						0		
21. Maryland	MD	N						0		
22. Massachusetts	MA	N						0		
23. Michigan	MI	L	1,804,450	132,237,476				134,041,926		
24. Minnesota	MN	N						0		
25. Mississippi	MS	N						0		
26. Missouri	MO	N						0		
27. Montana	MT	N						0		
28. Nebraska	NE	N						0		
29. Nevada	NV	N						0		
30. New Hampshire	NH	N						0		
31. New Jersey	NJ	N						0		
32. New Mexico	NM	N						0		
33. New York	NY	N						0		
34. North Carolina	NC	N						0		
35. North Dakota	ND	N						0		
36. Ohio	OH	N						0		
37. Oklahoma	OK	N						0		
38. Oregon	OR	N						0		
39. Pennsylvania	PA	N						0		
40. Rhode Island	RI	N						0		
41. South Carolina	SC	N						0		
42. South Dakota	SD	N						0		
43. Tennessee	TN	N						0		
44. Texas	TX	N						0		
45. Utah	UT	N						0		
46. Vermont	VT	N						0		
47. Virginia	VA	N						0		
48. Washington	WA	N						0		
49. West Virginia	WV	N						0		
50. Wisconsin	WI	N						0		
51. Wyoming	WY	N						0		
52. American Samoa	AS	N						0		
53. Guam	GU	N						0		
54. Puerto Rico	PR	N						0		
55. U.S. Virgin Islands	VI	N						0		
56. Northern Mariana Islands	MP	N						0		
57. Canada	CAN	N						0		
58. Aggregate other alien	OT	XXX	0	0	0	0	0	0	0	0
59. Subtotal	XXX	1,804,450	0	132,237,476	0	0	0	134,041,926	0	0
60. Reporting entity contributions for Employee Benefit Plans	XXX							0		
61. Total (Direct Business)	(a) 1	1,804,450	0	132,237,476	0	0	0	134,041,926	0	0
DETAILS OF WRITE-INS										
58001	XXX									
58002	XXX									
58003	XXX									
58998 Summary of remaining write-ins for Line 58 from overflow page.	XXX	0	0	0	0	0	0	0	0	0
58999 Totals (Lines 58001 through 58003 plus 58998) (Line 58 above)	XXX	0	0	0	0	0	0	0	0	0

(L) Licensed or Chartered - Licensed Insurance Carrier or Domiciled RRG; (R) Registered - Non-domiciled RRGs; (Q) Qualified - Qualified or Accredited Reinsurer; (E) Eligible - Reporting Entities eligible or approved to write Surplus Lines in the state; (N) None of the above - Not allowed to write business in the state.
(a) Insert the number of L responses except for Canada and other Alien.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP
PART 1- ORGANIZATIONAL CHART

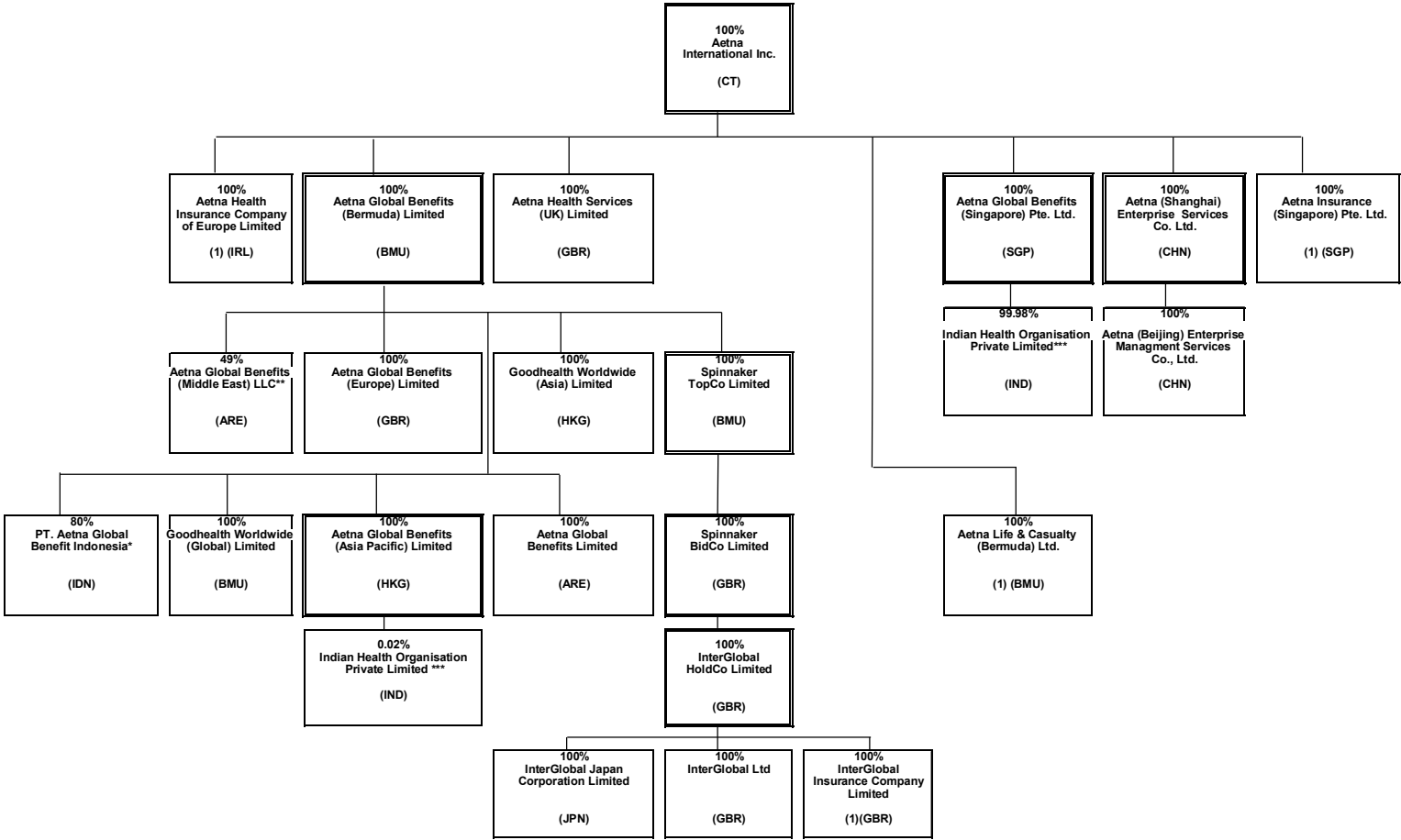


(1) Insurers/HMO's
Percentages are rounded to the nearest whole percent and based on ownership of voting rights.
Double borders indicate entity has subsidiaries shown on the same page.
Bold borders indicate entity has subsidiaries shown on a separate page.

*55% is owned by AUSHC Holdings, Inc. and 45% is owned by third parties.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



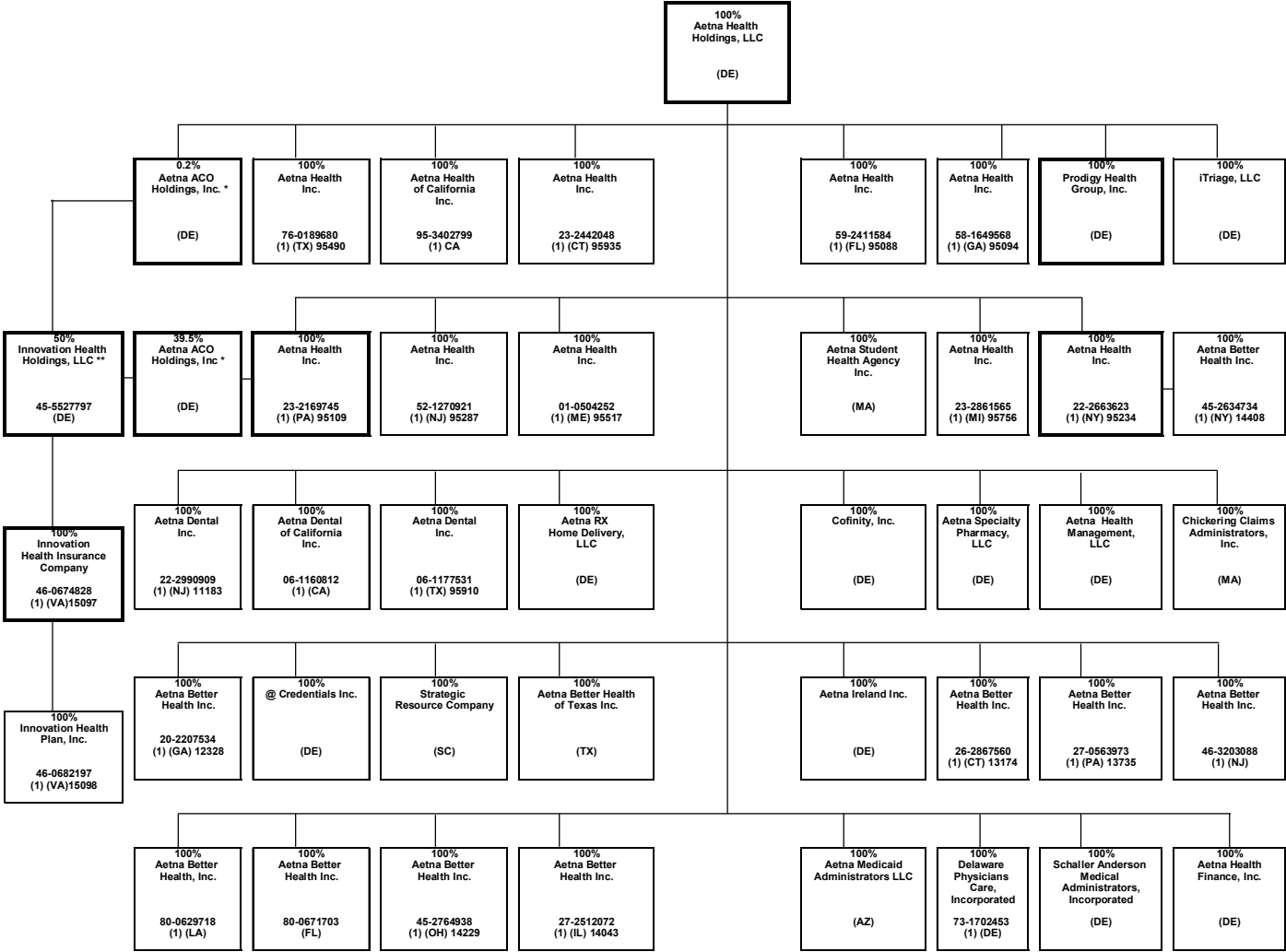
*Aetna Global Benefits (Bermuda) Limited owns 80% and 20% is owned by Suhatsyah Rival, Aetna's Nominee.

** Aetna Global Benefits (Bermuda) Limited owns 49% and 51% is owned by Euro Gulf LLC, Aetna's Nominee.

*** Aetna Global Benefits (Asia Pacific) Limited owns 0.019857% of Indian Health Organization Private Limited and Aetna Global Benefits (Singapore) Pte. Ltd. owns 99.980143%.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

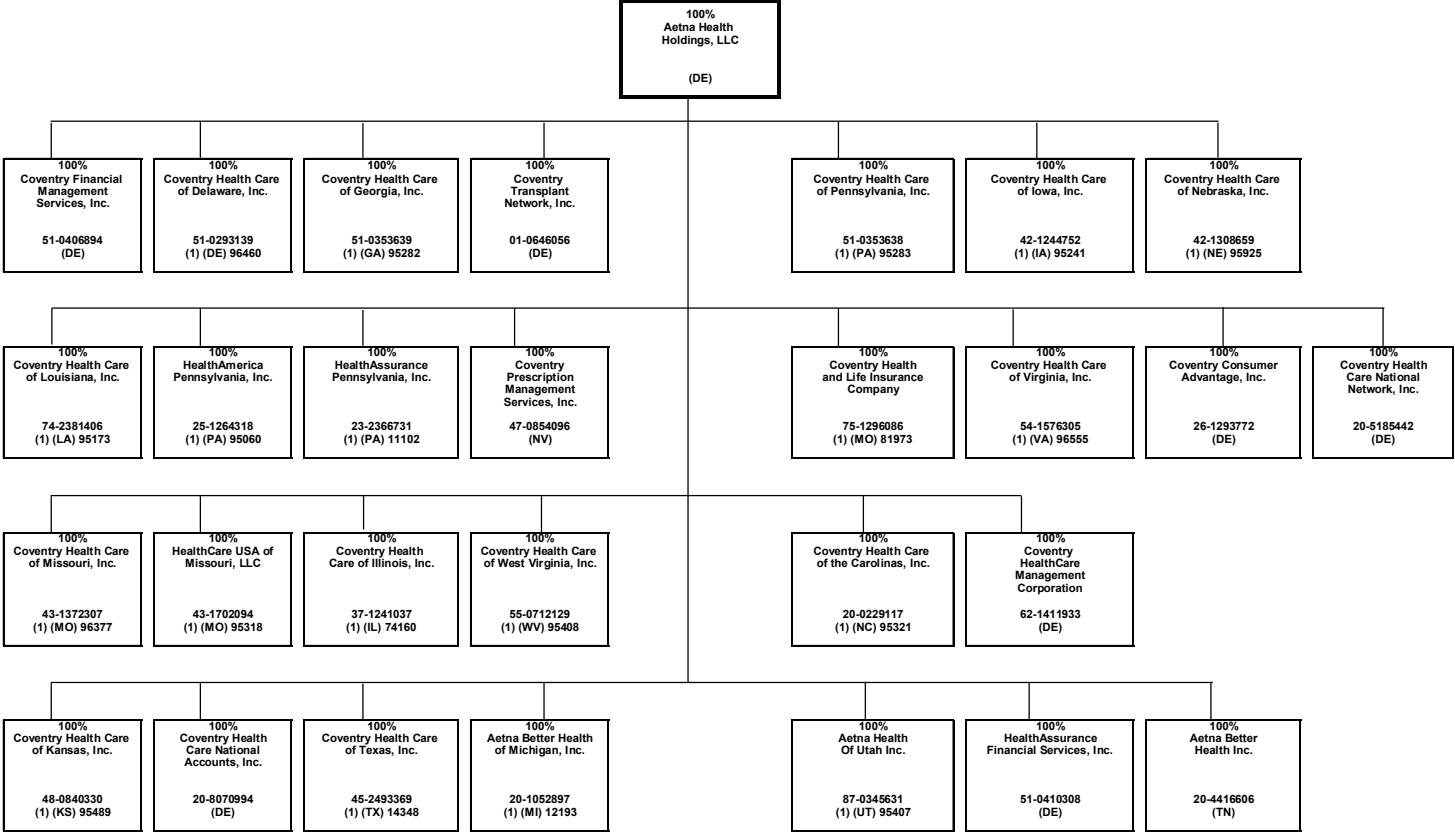
PART 1- ORGANIZATIONAL CHART



*Aetna ACO Holdings, Inc. is owned by Aetna Life Insurance Company(60%), Aetna Health Inc. (PA) (39%) and Aetna Health Holdings, LLC (1%).
** Innovation Health Holdings, LLC is 50% owned by Aetna ACO Holdings, Inc. and 50% owned by Inova Health System Foundation, an unaffiliated company.

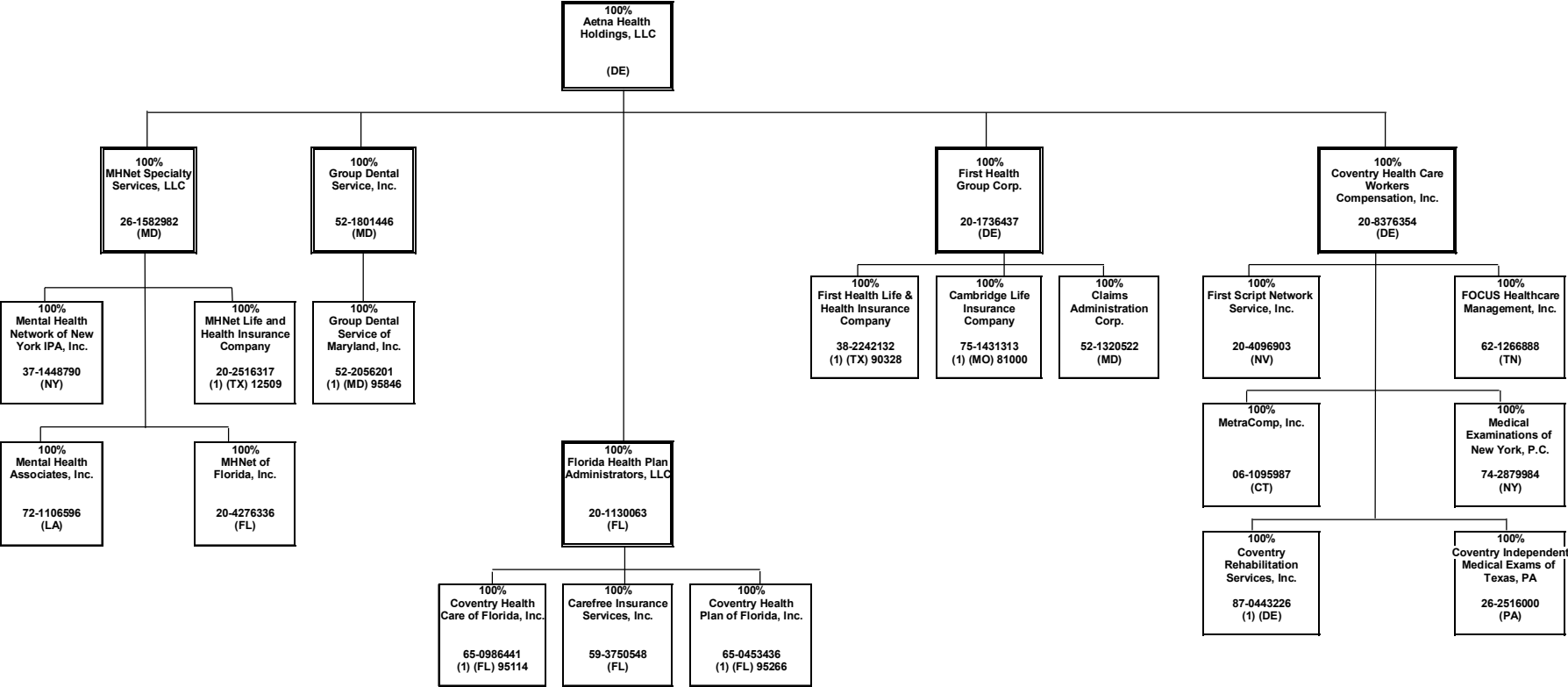
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



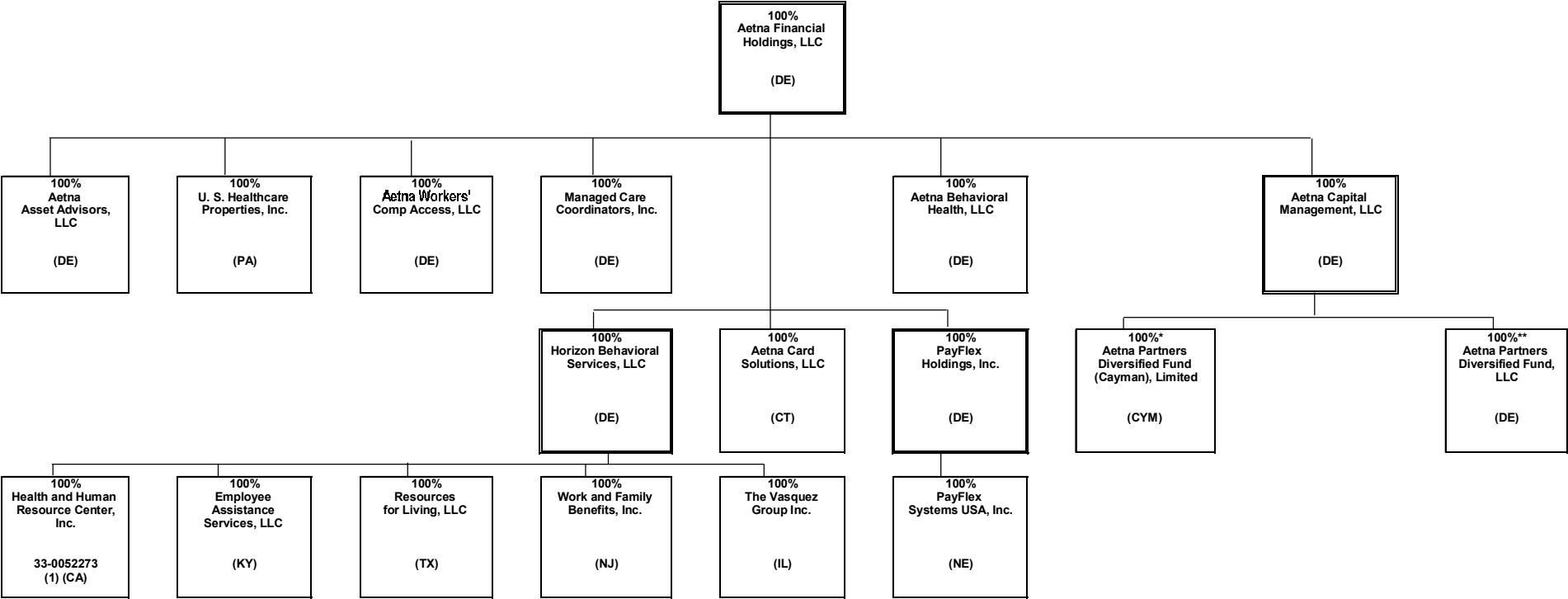
SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

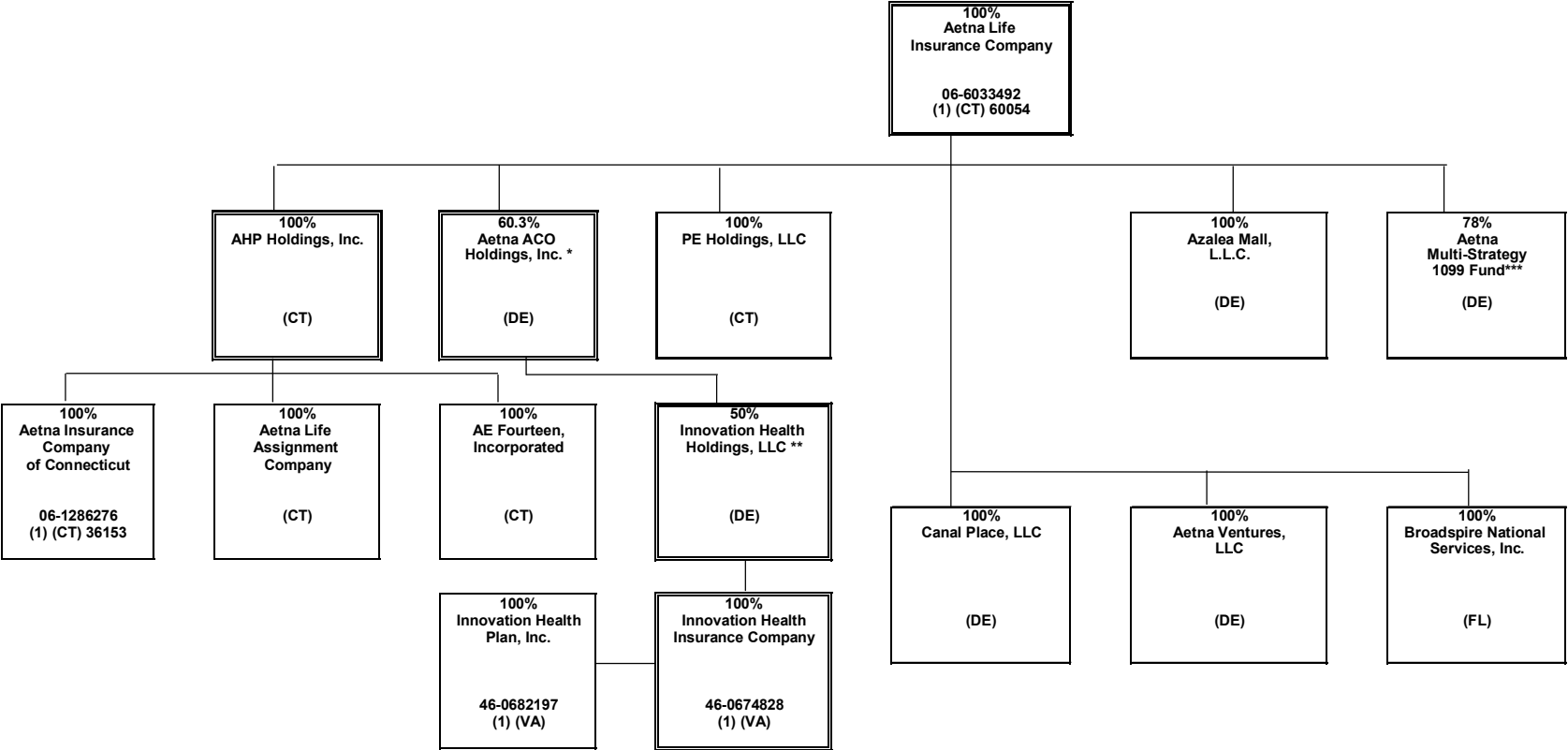
PART 1- ORGANIZATIONAL CHART



* Aetna Life Insurance Company owns the Class C participating shares of Aetna Partners Diversified Fund (Cayman), Limited.
** Aetna Life Insurance Company and Aetna Health and Life Insurance Company own substantially all of the non-managing member interests of Aetna Partners Diversified Fund, LLC.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

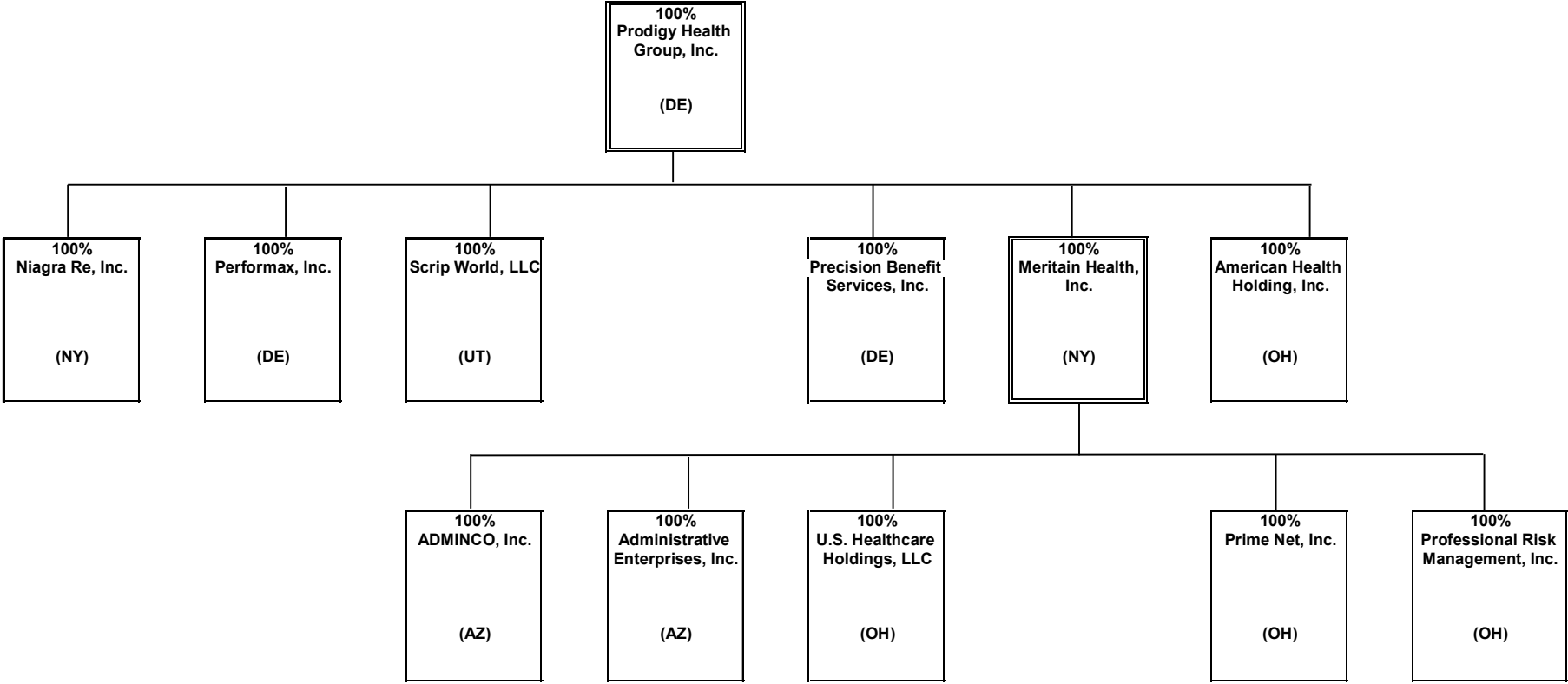
PART 1- ORGANIZATIONAL CHART



* Aetna Life Insurance Company owns 302 shares, Aetna Health Inc. (PA) owns 198 shares and Aetna Health Holdings, LLC owns 1 share.
** Innovation Health Holdings, LLC is 50% owned by Aetna ACO Holdings, Inc. and 50% owned by Inova Health System Foundation, an unaffiliated company.
***78% is invested and owned by Aetna Life Insurance Company and 22% is invested and owned by external accredited investors.

SCHEDULE Y - INFORMATION CONCERNING ACTIVITIES OF INSURANCE MEMBERS OF A HOLDING COMPANY GROUP

PART 1- ORGANIZATIONAL CHART



SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001.....	AETNA INC.....	00000.....	23-2229683.....	3060706.....	0001122304.....	N.....	Aetna Inc.....	PA.....	UIP.....			0.0.....		0.....
00001.....	AETNA INC.....	00000.....	30-0123754.....				Aetna Health Holdings, LLC.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	45-4901541.....				Aetna ACO Holdings, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	0.2.....	Aetna Inc.....	4.....
00001.....	AETNA INC.....	00000.....	45-5527797.....				Innovation Health Holdings, LLC.....	DE.....	IA.....	Aetna ACO Holdings, Inc.....	Ownership.....	50.0.....	Aetna Inc.....	7.....
00001.....	AETNA INC.....	00000.....	95-3402799.....				Aetna Health of California Inc.....	CA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95935.....	23-2442048.....				Aetna Health Inc.....	CT.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95088.....	59-2411584.....				Aetna Health Inc.....	FL.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95094.....	58-1649568.....				Aetna Health Inc.....	GA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95517.....	01-0504252.....				Aetna Health Inc.....	ME.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95756.....	23-2861565.....				Aetna Health Inc.....	MI.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95287.....	52-1270921.....				Aetna Health Inc.....	NJ.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95234.....	22-2663623.....				Aetna Health Inc.....	NY.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	14408.....	45-2634734.....				Aetna Better Health Inc.....	NY.....	IA.....	Aetna Health Inc. (NY).....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95109.....	23-2169745.....				Aetna Health Inc.....	PA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	45-4901541.....				Aetna ACO Holdings, Inc.....	DE.....	NIA.....	Aetna Health Inc. (PA).....	Ownership.....	39.5.....	Aetna Inc.....	4.....
00001.....	AETNA INC.....	95490.....	76-0189680.....				Aetna Health Inc.....	TX.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95040.....	74-1844335.....				Aetna Better Health of Texas Inc.....	TX.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	12328.....	20-2207534.....				Aetna Better Health Inc.....	GA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	06-1160812.....				Aetna Dental of California Inc.....	CA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	11183.....	22-2990909.....				Aetna Dental Inc.....	NJ.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95910.....	06-1177531.....				Aetna Dental Inc.....	TX.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	30-0123760.....				Aetna Rx Home Delivery, LLC.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	13-3670795.....				Aetna Health Management, LLC.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	22-3187443.....				Aetna Ireland Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	04-3134551.....				Chickering Claims Administrators, Inc.....	MA.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	57-1209768.....				Aetna Specialty Pharmacy, LLC.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-1274723.....				Cofinity, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	23-2671370.....				@Credentials Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	57-0640344.....				Strategic Resource Company.....	SC.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	13735.....	27-0563973.....				Aetna Better Health Inc.....	PA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	13174.....	26-2867560.....				Aetna Better Health Inc.....	CT.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	14043.....	27-2512072.....				Aetna Better Health Inc.....	IL.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	80-0629718.....				Aetna Better Health, Inc.....	LA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	80-0671703.....				Aetna Better Health Inc.....	FL.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	14229.....	45-2764938.....				Aetna Better Health Inc.....	OH.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	46-3203088.....				Aetna Better Health Inc.....	NJ.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	04-2708160.....				Aetna Student Health Agency Inc.....	MA.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	73-1702453.....				Delaware Physicians Care, Incorporated.....	DE.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	01-0826783.....				Schaller Anderson Medical Administrators, Incorporated.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	86-0842559.....				Aetna Medicaid Adminstrators LLC.....	AZ.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	45-2944270.....				iTriage, LLC.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	16-1471176.....				Prodigy Health Group, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-0438576.....				Niagara Re, Inc.....	NY.....	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001.....	AETNA INC.....	00000.....	52-2200070.....				Performax, Inc.....	DE	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	87-0632355.....				Scrip World, LLC.....	UT	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	27-1760756.....				Precision Benefit Services, Inc.....	DE	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	31-1368946.....				American Health Holding, Inc.....	OH	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	16-1264154.....				Meritain Health, Inc.....	NY	NIA.....	Prodigy Health Group, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	86-0537707.....				ADMINCO, Inc.....	AZ	NIA.....	Meritain Health, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	86-0527428.....				Administrative Enterprises, Inc.....	AZ	NIA.....	Meritain Health, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	16-1684061.....				U.S. Healthcare Holdings, LLC.....	OH	NIA.....	Meritain Health, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	34-1670299.....				Prime Net, Inc.....	OH	NIA.....	Meritain Health, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	34-1348032.....				Professional Risk Management, Inc.....	OH	NIA.....	Meritain Health, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	68500.....	62-1181209.....				Continental Life Insurance Company of Brentwood, Tennessee.....	TN	IA.....	Aetna Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	12321.....	20-2901054.....				American Continental Insurance Company.....	TN	IA.....	Continental Life Insurance Company of Brentwood, Tennessee.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	60054.....	06-6033492.....				Aetna Life Insurance Company.....	CT	UIP.....	Aetna Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	45-4901541.....				Aetna ACO Holdings, Inc.....	DE	NIA.....	Aetna Life Insurance Company.....	Ownership.....	60.3	Aetna Inc.....	4
00001.....	AETNA INC.....	00000.....	06-1270755.....				AHP Holdings, Inc.....	CT	UDP.....	Aetna Life Insurance Company.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	36153.....	06-1286276.....				Aetna Insurance Company of Connecticut.....	CT		AHP Holdings, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	06-1028469.....				AE Fourteen, Incorporated.....	CT	NIA.....	AHP Holdings, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	06-1373153.....				Aetna Life Assignment Company.....	CT	NIA.....	AHP Holdings, Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	20-3678339.....				PE Holdings, LLC.....	CT	NIA.....	Aetna Life Insurance Company.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	06-1423207.....				Azalea Mall, L.L.C.....	DE	NIA.....	Aetna Life Insurance Company.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	Canal Place, LLC.....					DE	NIA.....	Aetna Life Insurance Company.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	20-3180700.....				Aetna Ventures, LLC.....	DE	NIA.....	Aetna Life Insurance Company.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	81-0579372.....				Phoenix Data Center Hosting Services LLC.....	DE	NIA.....	Aetna Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	59-2108747.....				Broadspire National Services, Inc.....	FL	NIA.....	Aetna Life Insurance Company.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	41-2035961.....				Aetna Financial Holdings, LLC.....	DE	NIA.....	Aetna Inc.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	26-2030792.....				Aetna Asset Advisors, LLC.....	DE	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	23-2354500.....				U.S. Healthcare Properties, Inc.....	PA	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	38-3704481.....				Aetna Capital Management, LLC.....	DE	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	11-3667142.....		0001314522		Aetna Partners Diversified Fund, LLC.....	DE	NIA.....	Aetna Capital Management, LLC.....	Ownership.....	100.0	Aetna Inc.....	1
00001.....	AETNA INC.....	00000.....	0001460020				Aetna Partners Diversified Fund (Cayman), Limited.....	CYM	NIA.....	Aetna Capital Management, LLC.....	Ownership.....	100.0	Aetna Inc.....	2
00001.....	AETNA INC.....	00000.....	20-0446676.....				Aetna Workers' Comp Access, LLC.....	DE	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	20-0446713.....				Aetna Behavioral Health, LLC.....	DE	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	23-2670015.....				Managed Care Coordinators, Inc.....	DE	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0	Aetna Inc.....	0
00001.....	AETNA INC.....	00000.....	59-3269144.....				Horizon Behavioral Services, LLC.....	DE	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0	Aetna Inc.....	0

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001.....	AETNA INC.....	00000.....	61-1193498.....				Employee Assistance Services, LLC.....	KY.....	NIA.....	Horizon Behavioral Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	33-0052273.....				Health and Human Resource Center, Inc.....	CA.....	IA.....	Horizon Behavioral Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	75-2420973.....				Resources for Living, LLC.....	TX.....	NIA.....	Horizon Behavioral Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	36-3681261.....				The Vasquez Group Inc.....	IL.....	NIA.....	Horizon Behavioral Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	22-3178125.....				Work and Family Benefits, Inc.....	NJ.....	NIA.....	Horizon Behavioral Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	27-1773021.....				Aetna Card Solutions, LLC.....	CT.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	20-5216478.....				PayFlex Holdings, Inc.....	DE.....	NIA.....	Aetna Financial Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	91-1774434.....				PayFlex Systems USA, Inc.....	NE.....	NIA.....	PayFlex Holdings, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	78700.....	06-0876836.....				Aetna Health and Life Insurance Company.....	CT.....	IA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	72052.....	23-2710210.....				Aetna Health Insurance Company.....	PA.....	IA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	84450.....	57-0805126.....				Aetna Health Insurance Company of New York.....	NY.....	IA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	98-0166872.....				Aetna Risk Indemnity Company, LTD.....	BMU.....	IA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	06-1571642.....				Aetna International Inc.....	CT.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....	98-0211470.....				Aetna Life & Casualty (Bermuda) Ltd.....	BMU.....	IA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Health Services (UK) Limited.....	GBR.....	NIA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Insurance (Signapore) Pte. Ltd.....	SGP.....	IA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Global Benefits (Bermuda) Limited.....	BMU.....	NIA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Goodhealth Worldwide (Global) Limited.....	BMU.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Global Benefits (Europe) Limited.....	BGR.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Goodhealth Worldwide (Asia) Limited.....	HKG.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Global Benefits Limited PT. Aetna Global Benefits Indonesia.....	ARE.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Global Benefits (Middle East) LLC.....	IDN.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	80.0.....	Aetna Inc.....	.5.....
00001.....	AETNA INC.....	00000.....					Aetna Global Benefits (Asia Pacific) Limited.....	ARE.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	49.0.....	Aetna Inc.....	.6.....
00001.....	AETNA INC.....	00000.....					Indian Health Organisation Private Limited.....	HKG.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....
00001.....	AETNA INC.....	00000.....					Aetna Health Insurance Company of Europe Limited.....	IND.....	NIA.....	Aetna Global Benefits (Asia Pacific) Limited.....	Ownership.....	.0.0.....	Aetna Inc.....	.3.....
00001.....	AETNA INC.....	00000.....						IRL.....	IA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	.0.....

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001.....	AETNA INC.....	00000.....					Aetna (Shanghai) Enterprise Services Co. Ltd.....	CHN.....	NIA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....					Aetna (Beijing) Enterprise Management Services Co., Ltd.....	CHN.....	NIA.....	Aetna (Shanghai) Enterprise Services Co. Ltd.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....					Aetna Global Benefits (Singapore) Pte. Ltd.....	SGP.....	NIA.....	Aetna International Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....					Indian Health Organisation Private Limited.....	IND.....	NIA.....	Aetna Global Benefits (Singapore) Pte. Ltd.....	Ownership.....	100.0.....	Aetna Inc.....	3.....
00001.....	AETNA INC.....	00000.....	22-2578985.....				AUSHC Holdings, Inc.....	CT.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	06-1182176.....				PHPSNE Parent Corporation.....	DE.....	NIA.....	AUSHC Holdings, Inc.....	Ownership.....	55.0.....	Aetna Inc.....	8.....
00001.....	AETNA INC.....	00000.....	52-2182411.....				Active Health Management, Inc.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	23-3009341.....				Health Data & Management Solutions, Inc.....	DE.....	NIA.....	Active Health Management, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	23-2604867.....				Aetna Integrated Informatics, Inc.....	PA.....	NIA.....	Active Health Management, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	13980.....	27-2192415.....				Health Re, Inc.....	VT.....	IA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	51-0029326.....				ASI Wings, L.L.C.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	33-0807547.....				Medicity, Inc.....	DE.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	27-0259978.....				Novo Innovations, LLC.....	DE.....	NIA.....	Medicity Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	27-1170966.....				Allivant Corporation.....	DE.....	NIA.....	Medicity Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	15097.....	46-0674828.....				Innovation Health Insurance Company.....	VA.....	IA.....	Innovation Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	15098.....	46-0682197.....				Innovation Health Plan, Inc.....	VA.....	IA.....	Innovation Health Insurance Company.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....					Aetna Multi-Strategy 1099 Fund.....	DE.....	NIA.....	Aetna Life Insurance Company.....	Ownership.....	78.0.....	Aetna Inc.....	9.....
00001.....	AETNA INC.....	81973.....	75-1296086.....				Coventry Health and Life Insurance Company.....	MO.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	51-0406894.....				Coventry Financial Management Services, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	96460.....	51-0293139.....				Coventry Health Care of Delaware, Inc.....	DE.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95282.....	51-0353639.....				Coventry Health Care of Georgia, Inc.....	GA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	52-1801446.....				Group Dental Service, Inc.....	MD.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95283.....	51-0353638.....				Coventry Health Care of Pennsylvania, Inc.....	PA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95241.....	42-1244752.....				Coventry Health Care of Iowa, Inc.....	IA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95925.....	42-1308659.....				Coventry Health Care of Nebraska, Inc.....	NE.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95173.....	74-2381406.....				Coventry Health Care of Louisiana, Inc.....	LA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95060.....	25-1264318.....				HealthAmerica Pennsylvania, Inc.....	PA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	11102.....	23-2366731.....				HealthAssurance Pennsylvania, Inc.....	PA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	47-0854096.....				Coventry Prescription Management Services, Inc.....	NV.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001.....	AETNA INC.....	96555.....	54-1576305.....				Coventry Health Care of Virginia, Inc.....	VA.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	01-0646056.....				Coventry Transplant Network, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	96377.....	43-1372307.....				Coventry Health Care of Missouri, Inc.....	MO.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95318.....	43-1702094.....				HealthCare USA of Missouri, LLC.....	MO.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95408.....	55-0712129.....				Coventry Health Care of West Virginia, Inc.....	WV.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95321.....	20-0229117.....				Coventry Health Care of the Carolinas, Inc.....	NC.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	62-1411933.....				Coventry HealthCare Management Corporation.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	14348.....	45-2493369.....				Coventry Health Care of Texas, Inc.....	TX.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95489.....	48-0840330.....				Coventry Health Care of Kansas, Inc.....	KS.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-1736437.....				First Health Group Corp.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	26-1582982.....				MHNet Specialty Services, LLC.....	MD.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	12193.....	20-1052897.....				Aetna Better Health of Michigan, Inc.....	MI.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95407.....	87-0345631.....				Aetna Health of Utah Inc.....	UT.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	51-0410308.....				HealthAssurance Financial Services, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-4416606.....				Aetna Better Health Inc.....	TN.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	74160.....	37-1241037.....				Coventry Health Care of Illinois, Inc.....	IL.....	IA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-8070994.....				Coventry Health Care National Accounts, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-5185442.....				Coventry Health Care National Network, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-8376354.....				Coventry Health Care Workers' Compensation, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-1130063.....				Florida Health Plan Administrators, LLC.....	FL.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	26-1293772.....				Coventry Consumer Advantage, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-4096903.....				First Script Network Service, Inc.....	NV.....	NIA.....	Coventry Health Care Workers Compensation, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	06-1095987.....				MetraComp, Inc.....	CT.....	NIA.....	Coventry Health Care Workers Compensation, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	74-2879984.....				Medical Examinations of New York, P.C.....	NY.....	NIA.....	Coventry Health Care Workers Compensation, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	62-1266888.....				FOCUS Healthcare Management, Inc.....	TN.....	NIA.....	Coventry Health Care Workers Compensation, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	26-2516000.....				Coventry Independent Medical Exam of Texas, PA.....	TX.....	NIA.....	Coventry Health Care Workers Compensation, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....

SCHEDULE Y
PART 1A – DETAIL OF INSURANCE HOLDING COMPANY SYSTEM

1	2	3	4	5	6	7	8	9	10	11	12	13	14	15
Group Code	Group Name	NAIC Company Code	Federal ID Number	Federal RSSD	CIK	Name of Securities Exchange if Publicly Traded (U.S. or International)	Name of Parent Subsidiaries or Affiliates	Domiciliary Location	Relationship to Reporting Entity	Directly Controlled by (Name of Entity/Person)	Type of Control (Ownership, Board, Management, Attorney-in-Fact, Influence, Other)	If Control is Ownership Provide Percentage	Ultimate Controlling Entity(ies)/ Person(s)	*
00001.....	AETNA INC.....	90328.....	38-2242132.....				First Health Life & Health Insurance Company.....	TX.....	IA.....	First Health Group Corp.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	87-0443226.....				Coventry Rehabilitation Services, Inc.....	DE.....	NIA.....	Coventry Health Care Workers Compensation, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	52-1320522.....				Claims Administration Corp.....	MD.....	NIA.....	First Health Group Corp.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	81000.....	75-1431313.....				Cambridge Life Insurance Company.....	MO.....	IA.....	First Health Group Corp.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95114.....	65-0986441.....				Coventry Health Care of Florida, Inc.....	FL.....	IA.....	Florida Health Plan Administrators, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95266.....	65-0453436.....				Coventry Health Plan of Florida, Inc.....	FL.....	IA.....	Florida Health Plan Administrators, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	59-3750548.....				Carefree Insurance Services, Inc.....	FL.....	NIA.....	Florida Health Plan Administrators, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	95846.....	52-2056201.....				Group Dental Services of Maryland, Inc.....	MD.....	IA.....	Group Dental Service, Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	37-1448790.....				Mental Health Network of New York IPA, Inc.....	NY.....	NIA.....	MHNet Specialty Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	12509.....	20-2516317.....				MHNet Life and Health Insurance Company.....	TX.....	IA.....	MHNet Specialty Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	72-1106596.....				Mental Health Associates, Inc.....	LA.....	NIA.....	MHNet Specialty Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	46-2469464.....				Healthagen LLC.....	CT.....	NIA.....	Aetna Inc.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	20-4276336.....				MHNet of Florida, Inc.....	FL.....	NIA.....	MHNet Specialty Services, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00000.....	46-4325463.....				Aetna Health Finance, Inc.....	DE.....	NIA.....	Aetna Health Holdings, LLC.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00001.....					Spinnaker TopCo Limited.....	BMU.....	NIA.....	Aetna Global Benefits (Bermuda) Limited.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00002.....					Spinnaker BidCo Limited.....	GBR.....	NIA.....	Spinnaker TopCo Limited.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00003.....					InterGlobal HoldCo Limited.....	GBR.....	NIA.....	Spinnaker BidCo Limited.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00004.....					InterGlobal Japan Corporation Limited.....	JPN.....	NIA.....	InterGlobal HoldCo Limited.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00005.....					InterGlobal Limited.....	GBR.....	NIA.....	InterGlobal HoldCo Limited.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
00001.....	AETNA INC.....	00006.....					InterGlobal Insurance Company Limited.....	GBR.....	IA.....	InterGlobal HoldCo Limited.....	Ownership.....	100.0.....	Aetna Inc.....	0.....
												0.0.....		0.....

Asterisk	Explanation
1	Aetna Life Insurance Company and Aetna Health and Life Insurance Company own substantially all of the non-managing membership interests.....
2	Aetna Life Insurance Company owns the Class C participating shares.....
3	Aetna Global Benefits (Asia Pacific) Limited owns 0.019857% of Indian Health Organization Private Limited and Aetna Global Benefits (Singapore) Pte. Ltd. owns 99.980143%.....
4	Aetna ACO Holdings, Inc. is owned by Aetna Life Insurance Company(60%), Aetna Health Inc. (PA) (39%) and Aetna Health Holdings, LLC (1%).....
5	Aetna Global Benefits (Bermuda) Limited owns 80% and 20% is owned by Suhatsyah Rivai, Aetna's Nominee.....
6	Aetna Global Benefits (Bermuda) Limited owns 49% and 51% is owned by Euro Gulf LLC, Aetna's Nominee.....
7	Aetna ACO Holdings Inc. owns 50% and 50% is owned by Innovation Health System Foundation, an unaffiliated company.....
8	55% is owned by AUSHC Holdings, Inc. The remaining 45% is owned by thirteen different hospitals (non-affiliates) which are shareholders with varying degrees of ownership.....
9	78% is invested and owned by Aetna Life Insurance Company and 22% is invested and owned by external accredited investors.....

SUPPLEMENTAL EXHIBITS AND SCHEDULES INTERROGATORIES

The following supplemental reports are required to be filed as part of your statement filing. However, in the event that your company does not transact the type of business for which the special report must be filed, your response of **NO** to the specific interrogatory will be accepted in lieu of filing a "NONE" report and a bar code will be printed below. If the supplement is required of your company but is not being filed for whatever reason enter **SEE EXPLANATION** and provide an explanation following the interrogatory questions.

RESPONSE

1. Will the Medicare Part D Coverage Supplement be filed with the state of domicile and the NAIC with this statement?

.....NO.....

Explanation:

1.

Bar Code:

1.



OVERFLOW PAGE FOR WRITE-INS

SCHEDULE A – VERIFICATION

Real Estate

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		0
2.2 Additional investment made after acquisition		0
3. Current year change in encumbrances		0
4. Total gain (loss) on disposals		0
5. Deduct amounts received on disposals		0
6. Total foreign exchange change in book/adjusted carrying value		0
7. Deduct current year's other-than-temporary impairment recognized		0
8. Deduct current year's depreciation		0
9. Book/adjusted carrying value at the end of current period (Lines 1+2+3+4-5+6-7-8)	0	0
10. Deduct total nonadmitted amounts	0	0
11. Statement value at end of current period (Line 9 minus Line 10)	0	0

SCHEDULE B – VERIFICATION

Mortgage Loans

	1	2
	Year To Date	Prior Year Ended December 31
1. Book value/recorded investment excluding accrued interest, December 31 of prior year	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		0
2.2 Additional investment made after acquisition		0
3. Capitalized deferred interest and other		0
4. Accrual of discount		0
5. Unrealized valuation increase (decrease)		0
6. Total gain (loss) on disposals		0
7. Deduct amounts received on disposals		0
8. Deduct amortization of premium and mortgage interest points and commitment fees		0
9. Total foreign exchange change in book value/recorded investment excluding accrued interest		0
10. Deduct current year's other-than-temporary impairment recognized		0
11. Book value/recorded investment excluding accrued interest at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	0	0
12. Total valuation allowance		0
13. Subtotal (Line 11 plus Line 12)	0	0
14. Deduct total nonadmitted amounts	0	0
15. Statement value at end of current period (Line 13 minus Line 14)	0	0

SCHEDULE BA – VERIFICATION

Other Long-Term Invested Assets

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year	0	0
2. Cost of acquired:		
2.1 Actual cost at time of acquisition		0
2.2 Additional investment made after acquisition		0
3. Capitalized deferred interest and other		0
4. Accrual of discount		0
5. Unrealized valuation increase (decrease)		0
6. Total gain (loss) on disposals		0
7. Deduct amounts received on disposals		0
8. Deduct amortization of premium and depreciation		0
9. Total foreign exchange change in book/adjusted carrying value		0
10. Deduct current year's other-than-temporary impairment recognized		0
11. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5+6-7-8+9-10)	0	0
12. Deduct total nonadmitted amounts	0	0
13. Statement value at end of current period (Line 11 minus Line 12)	0	0

SCHEDULE D – VERIFICATION

Bonds and Stocks

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value of bonds and stocks, December 31 of prior year	17,803,957	18,504,636
2. Cost of bonds and stocks acquired	1,201,125	10,792,217
3. Accrual of discount	2,772	13,784
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals	(690)	363,079
6. Deduct consideration for bonds and stocks disposed of	1,707,826	11,722,147
7. Deduct amortization of premium	129,557	147,612
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other-than-temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	17,169,781	17,803,957
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	17,169,781	17,803,957

SCHEDULE D - PART 1B

Showing the Acquisitions, Dispositions and Non-Trading Activity
During the Current Quarter for all Bonds and Preferred Stock by NAIC Designation

NAIC Designation	1 Book/Adjusted Carrying Value Beginning of Current Quarter	2 Acquisitions During Current Quarter	3 Dispositions During Current Quarter	4 Non-Trading Activity During Current Quarter	5 Book/Adjusted Carrying Value End of First Quarter	6 Book/Adjusted Carrying Value End of Second Quarter	7 Book/Adjusted Carrying Value End of Third Quarter	8 Book/Adjusted Carrying Value December 31 Prior Year
BONDS								
1. NAIC 1 (a).....	26,662,214	87,705,474	87,535,974	(19,877)	25,064,349	26,662,214	26,811,837	21,421,662
2. NAIC 2 (a).....	2,877,102	0	0	(12,479)	3,391,246	2,877,102	2,864,623	3,405,457
3. NAIC 3 (a).....	0	0	0	0	0	0	0	0
4. NAIC 4 (a).....	0	0	0	0	0	0	0	0
5. NAIC 5 (a).....	0	0	0	0	0	0	0	0
6. NAIC 6 (a).....	0	0	0	0	0	0	0	0
7. Total Bonds	29,539,316	87,705,474	87,535,974	(32,356)	28,455,595	29,539,316	29,676,460	24,827,119
PREFERRED STOCK								
8. NAIC 1	0	0	0	0	0	0	0	0
9. NAIC 2	0	0	0	0	0	0	0	0
10. NAIC 3	0	0	0	0	0	0	0	0
11. NAIC 4	0	0	0	0	0	0	0	0
12. NAIC 5	0	0	0	0	0	0	0	0
13. NAIC 6	0	0	0	0	0	0	0	0
14. Total Preferred Stock.....	0	0	0	0	0	0	0	0
15. Total Bonds & Preferred Stock	29,539,316	87,705,474	87,535,974	(32,356)	28,455,595	29,539,316	29,676,460	24,827,119

(a) Book/Adjusted Carrying Value column for the end of the current reporting period includes the following amount of non-rated short-term and cash equivalent bonds by NAIC designation: NAIC 1 \$12,506,679 ; NAIC 2 \$0 ;
NAIC 3 \$0 ; NAIC 4 \$0 ; NAIC 5 \$0 ; NAIC 6 \$0

SCHEDULE DA - PART 1
Short-Term Investments

	1	2	3	4	5
	Book/Adjusted Carrying Value	Par Value	Actual Cost	Interest Collected Year To Date	Paid for Accrued Interest Year To Date
9199999	82,706	XXX	82,706	1	0

SCHEDULE DA - VERIFICATION
Short-Term Investments

	1	2
	Year To Date	Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	54,632	0
2. Cost of short-term investments acquired	305,235	34,960,311
3. Accrual of discount	0	0
4. Unrealized valuation increase (decrease).....	0	0
5. Total gain (loss) on disposals	0	0
6. Deduct consideration received on disposals	277,161	34,905,679
7. Deduct amortization of premium.....	0	0
8. Total foreign exchange change in book/adjusted carrying value.....	0	0
9. Deduct current year's other-than-temporary impairment recognized.....	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9).....	82,706	54,632
11. Deduct total nonadmitted amounts.....	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	82,706	54,632

Schedule DB - Part A - Verification
NONE

Schedule DB - Part B - Verification
NONE

Schedule DB - Part C - Section 1
NONE

Schedule DB - Part C - Section 2
NONE

Schedule DB - Verification
NONE

SCHEDULE E - VERIFICATION
(Cash Equivalents)

	1 Year To Date	2 Prior Year Ended December 31
1. Book/adjusted carrying value, December 31 of prior year.....	6,968,528	7,418,552
2. Cost of cash equivalents acquired	181,225,043	115,569,196
3. Accrual of discount	22,402	18,117
4. Unrealized valuation increase (decrease)	0	0
5. Total gain (loss) on disposals.....	0	12
6. Deduct consideration received on disposals	175,792,000	116,037,349
7. Deduct amortization of premium	0	0
8. Total foreign exchange change in book/adjusted carrying value	0	0
9. Deduct current year's other than temporary impairment recognized	0	0
10. Book/adjusted carrying value at end of current period (Lines 1+2+3+4+5-6-7+8-9)	12,423,973	6,968,528
11. Deduct total nonadmitted amounts	0	0
12. Statement value at end of current period (Line 10 minus Line 11)	12,423,973	6,968,528

Schedule A - Part 2
NONE

Schedule A - Part 3
NONE

Schedule B - Part 2
NONE

Schedule B - Part 3
NONE

Schedule BA - Part 2
NONE

Schedule BA - Part 3
NONE

E04

[illegible]

(a) For all common stock bearing the NAIC market indicator "U" provide: the number of such issues0

E05

E05

E05

E05

E05

Schedule DB - Part A - Section 1
NONE

Schedule DB - Part B - Section 1
NONE

Schedule DB - Part D - Section 1
NONE

Schedule DB - Part D - Section 2
NONE

Schedule DL - Part 1
NONE

Schedule DL - Part 2
NONE

STATEMENT AS OF SEPTEMBER 30, 2014 OF THE Aetna Better Health of Michigan, Inc.

SCHEDULE E - PART 1 - CASH

[illegible]

SCHEDULE E - PART 2 - CASH EQUIVALENTS

E13